UNITED STATES BANKRUPTCY COURT DISTRICT OF NORTH DAKOTA

In Re:	Case No.: 25-30002
Generations on 1st, LLC, Debtor.	Chapter 11 (Main Case)
In Re:	Case No.: 25-30003
Parkside Place, LLC, Debtor.	Chapter 11 (Jointly Administered)
In Re:	Case No.: 25-30004
The Ruins, LLC,	Chapter 11
Debtor.	

DECLARATION OF RICHARD KLOOS (KLOOS ELECTRIC, LLC) CERTIFYING RECORDS PURSUANT TO FEDERAL RULE OF EVIDENCE 902(11)

STATE OF SOUTH DAKOTA)) SS
COUNTY OF CODINGTON)

I, RICHARD "RICK" KLOOS, pursuant to 28 U.S.C. § 1746, hereby certifies as

follows:

- 1. I am over 18 years of age, of sound mind, and otherwise competent to make this Certification. The evidence set out in this Certification is based on my personal knowledge.
- 2. I am the owner of Kloos Electric LLC ("<u>Kloos</u>") located in Watertown, South Dakota. Kloos provides electrical services, materials, and labor.

- 3. I am the records custodian for Kloos.
- 4. Kloos was subpoenaed for records in the lawsuit *Red River State Bank v. The Ruins, LLC, et. al.*, Codington County Circuit Court, South Dakota, Case No. 14CIV24-68. Kloos responded to the subpoena and provided documents as requested.
- 5. I have some personal knowledge of the construction of the 63-unit mid/high rise building located at 315 East Kemp Ave., Watertown, South Dakota (the "Ruins Project"). Kloos provided electrical services, materials, and labor for the Ruins Project.
- 6. I have personal knowledge of the construction of the mixed-use building located at 26 1st Ave. SW, Watertown, South Dakota (the "<u>Generations Project</u>"). Kloos provided electrical services, materials, and labor for the Generations Project.
- 7. I have personal knowledge of the construction of the Parkside Place apartment building located at 8 2nd St NE, Watertown, South Dakota (the "<u>Parkside Project</u>"). Kloos provided electrical services, materials, and labor for the Parkside Project.
- 8. I have personal knowledge of the construction of the mixed-use building located at 10 N. Broadway, Watertown, South Dakota (the "<u>Lofts Project</u>"). Kloos provided electrical services, materials, and labor for the Lofts Project.
- 9. True and correct copies of Kloos's Estimate, Invoices, and payment records for the Ruins Project are attached as **Exhibit A**.
- 10. True and correct copies of Kloos's Payment Applications, Estimates and Invoices, payment records, and lien waivers for the Generations Project are attached as **Exhibit B**.
- 11. True and correct copies of Kloos's Payment Applications, Estimates and Invoices, payment records, and lien waiver for the Parkside Project are attached as **Exhibit C**.
- 12. True and correct copies of Kloos's Payment Applications, Estimates and Invoices, and payment records for the Lofts Project are attached as **Exhibit D**.
- 13. The documents attached as <u>Exhibits A (Ruins)</u>, <u>B (Generations)</u>, <u>C (Parkside)</u>, and <u>D (Lofts)</u> were made at or near the time of the events set forth therein by myself and other people with knowledge of those matters.
- 14. It was the regular practice of Kloos's business activities to make the records and/or to keep copies from information transmitted by the records attached as **Exhibits A, B, C,** and **D**.
- 15. The records attached as **Exhibit A, B, C, and D** were kept in the regular course of business activity.

16.	I certify under penalty of perjury that the foregoing is true and correct.

Executed on $\frac{0/15/2025}{}$ day of October, 2025.

515290EF9DEB4CA...
Richard "Rick" Kloos

Exhibit A

Kloos Electric LLC

Ruins Project Estimate, Invoices, and Payment Records



311 27th St. NW Watertown, SD 57201 klooselectric@outlook.com

Estimate: Ruins

Date:

6/22/2022

Trench 160' from transition cabinet next to city transformer to building main 1600A circuit breaker.

Install 6 3" pvc conduits.

Pull wire from Transition cabinet to main breaker.

 Subtotal:
 \$ 19,575.30

 Tax:
 \$ 391.51

 Total:
 \$ 19,966.81

6-24-2002

Please note that all estimates are good for a period of 7 days, after that time the original estimate will be reaccessed and may be altered. Any alterations to this estimate will be subject to change of the original estimate.



311 27th St. NW Watertown, SD 57201 klooselectric@outlook.com

Invoice: Ruins

Date:

7/19/2022

Trench 210' from transition cabinet next to city transformer to building main 1600A circuit breaker.

Install 6 3" pvc conduits.

Pull wire from Transition cabinet to main breaker.

Subtotal: 28,509.78 Tax: \$ 570.20 Total: 29,079.98

7-19-22

All ivoices are due within a period of 15 days.



311 27th St. NW Watertown, SD 57201 klooselectric@outlook.com

Invoice: Ruins

Date: 7/19/2022

Trench 210' from transition cabinet next to city transformer to building main 1600A circuit breaker.

Install 6 3" pvc conduits.

Pull wire from Transition cabinet to main breaker.

 Subtotal:
 \$ 28,509.78

 Tax:
 \$ 570.20

 Total:
 \$ 29,079.98

Due: \$ 15,000.00

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Kloos Electric LLC

311 27th St. NW Watertown, SD 57201-2416 US (605) 881-5859 klooselectric@outlook.com



INVOICE

BILL TO

Jesse Craig Craig Properties 1405 1st Ave N Fargo, ND 58102 INVOICE DATE TERMS DUE DATE

1555 08/09/2022 Net 15 08/24/2022

DATE	ACTIVITY	QTY		
08/09/2022	Labor		RATE	AMOUNT
ruins service	0.5261	28,509.78	14,999.00T	
		SUBTOTAL		14,999.00
		TAX (0.02)		
		TOTAL		299.98
		PAYMENT		15,298.98 15,000.00
		BALANCE DUE		\$298.98

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PAYEE: KLOOS ELECTRIC Property

Amount

1405

10/25/2022

Invoice - Date

Description

15,000.00

15,000.00

Craig Development, LLC

PO Box 426 Fargo, ND 58107

First Community Credit Union 4521 19th Avenue South Fargo, ND 58103

11077

77-7869/2913

**** FIFTEEN THOUSAND AND 00/100 DOLLARS

TO THE ORDER OF

KLOOS ELECTRIC 311 27TH ST NW 57201 WATERTOWN, SD

10/25/22

\$15,000.00**

Business Account

NON-NEGOTIABLE

Authorized Signature

Exhibit B

Kloos Electric LLC

Generations Project
Payment Applications
Estimates and Invoices
Payment Records
Lien Waivers

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Kloos Electric LLC

1707	Type Status Invoices All statuses		000 100 100		Date	Customer	
IIIVOI	ces	A	III statuses	Any		All	All
Date	Type	No.	From / To	Memo	Amount		Status
9/19/22	Invoice	1558	Jesse Craig:Generations		\$51,884.14	Overdue on 10 Partially paid,	
3/24/22	Invoice	1536	Jesse Craig:Generations		\$116,994.23	Paid	
2/24/22	Invoice	1532	Jesse Craig:Generations		\$90,250.79	Paid	
1/25/22	Invoice	1531	Jesse Craig:Generations		\$94,957.77	Paid	
1/3/22	Invoice	1529	Jesse Craig:Generations		\$113,998.06	Paid	
12/26/21	Invoice	1528	Jesse Craig:Generations		\$28,505.07		
11/18/21	Invoice	1524	Jesse Craig:Generations		\$28,499.98		
10/18/21	Invoice	1516	Jesse Craig:Generations		\$108,000.00	Paid	
9/22/21	Invoice	1514	Jesse Craig:Generations		\$67,500.00		
7/26/21	Invoice	1499	Jesse Craig:Generations		\$58,500.00	Paid	
6/1/21	Invoice	1497	Jesse Craig:Generations		\$116,968.75		

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PAYMENT APPLICATION Document Page 12 of 87 Generations on 1st. PROJECT: Generations Application # Distribution To: 26 1st. Ave. N 26 1st Ave. SW. Period Start 6/1/2021 ✓ Owner Fargo, ND 58102 Watertown, SD 57201 Period End Accounting Application Date 9/14/2022 Architect Kloos Electric FROM: Subcontract #: Owner's Rep. 311 27th St. NW Date of Contract 4/5/2021 Watertown, SD 57201 VIA CONTRUCTION MANAGER: Prevail, LLC FOR: VIA ARCHITECT: TL Stroh Architect CONTRACTORS SUMMARY OF WORK Contractor's signature below is his assurance to Owner, concerning the payment herein applied for, that: Application is made for payment as shown below. (1) the Work has been performed as required in the Contract Documents, (2) all sums previously paid to $\overrightarrow{m{U}}$ Continuation Page is Attached Contractor under the Contract have been used to pay Contractor's cost for labor, materials and other obligations under the Contract for Work previously paid for, and (3) Contractor is legally entilted to this 1 CONTRACT AMOUNT payment. 845,082.75 2 SUM OF ALL CHANGE ORDERS \$30,911.48 CONTRACTOR Date: 9-14-22 **3 CURRENT CONTRACT AMOUNT** (Line 1 + Line 2) \$875.994.23 4 TOTAL COMPLETED AND STORED 875,994.23 (Column G on Continuation Page) 5 RETAINAGE: a. 5% of completed work (Columns D+E on Continuation Page) b. 10% of Material Stored (Column F on Continuation Page) Total Retainage (Line 5a + 5b or column I on Continuation Page) Certification 6 TOTAL COMPLETED AND STORED LESS RETAINAGE 824.244.23 Required Not Required (Line 4 Minus Line 5 Total) The construction Manager and Architect's signatures below are their assurance to Owner, concerning the payment herein applied for, that: 1. They haveinspected the Work represented by this Application, 2. Such 7 LESS PREVIOUS PAYMENT APPLICATIONS 824,244,23 work has been completed to the extent indicated in this application, 3. this Application for Payment (Line 6 from Prior Application) accurately states the amount of Work completed and payment due therefor, and 4. Construction Manager 8 PAYMENT DUE 51,750.00 and Architect know of no reason why payment should not be made. 9 BALANCE TO COMPLETION Certified Amount Date (Line 3 Minus Line 6) (If the certified amount is different from the payment due, you should attach an explanation. Initial all SUMMARY OF CHANGE ORDERS Additions Deductions figures that are changed to match the certified amount.) GENERAL CONTRACTOR: Total changes approved in previous months \$30.911.48 Date ARCHITECT: Total changes approved this month Date Neither this Application nor payment applied for herein is assignable or negotiable. Payment shall be TOTALS \$30,911.48 \$0.00 made only to Contractor, and is without prejudice to any rights of Owner or Contractor under the Contract **NET CHANGES** \$30,911,48 Documents or otherwise.

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TO: Generations on		PROJECT:	Generati	ons	Application #	4	Distribution To:
_26 1st. Ave. I			26 1st Ave	. SW.	Period Start	6/1/2021	Owner
Fargo, ND 581	02		Watertown, S	D 57201	Period End		Accounting
FROM Kings Floats					Application Date	2/24/2022	Architect
FROM: Kloos Electric					Subcontract #:		Owner's Rep.
311 27th St. N					Date of Contract	4/5/2021	☐ Owner's kep.
Watertown, SD 5	7201	\/\	CONTRILICTIO	N. MANAGE			
FOR:			CONTRUCTION ARCHITECT:	N MANAGE		evail, LLC . Stroh Architect	
CONTRACTORS SUMMAR	Y OF WORK						
Application is made for payment as shown	below.			Contractor's	signature below is his	assurance to Owner, conce	rning the payment herein applied for, that: Documents, (2) all sums previously paid to
Continuation Page is Attached				Contractor un	nder the Contract have	e been used to pay Contract	or's cost for labor, materials and other
1 CONTRACT AMOUNT		c	945 000 75	obligations u payment.	nder the Contract for V	Nork previously paid for, and	d (3) Contractor is legally entilted to this
· · · · · · · · · · · · · · · · · · ·		4	845,082.75	payment.			
2 SUM OF ALL CHANGE ORDERS		_	\$30,911.48	CONTRACTO	OR: Klo	os Electric	
3 CURRENT CONTRACT AMOUNT (Line 1 + Line 2)		\$875,994.23	Ву:	Michel		Date: 3-28-22
4 TOTAL COMPLETED AND STORED		\$	875,994.23				
(Column G on Continuation Page)							
5 RETAINAGE:							
 a. 5% of completed work (Columns D+E on Continuation Page) 	\$	4,750.00	-				
b. 10% of Material Stored) S	8					
(Column F on Continuation Page)							
Total Retainage (Line 5a + 5b or							
column I on Continuation Page)		\$	51,750.00				
6 TOTAL COMPLETED AND STORED LE	SS RETAINAGE	\$	824,244.23	Certifica	ation Requ	uired Not Requ	uired
(Line 4 Minus Line 5 Total)		2		The construct			their assurance to Owner, concerning the
7 LESS PREVIOUS PAYMENT APPLICAT	TIONS	\$	707,250.00	payment here	ein applied for, that: 1.	They haveinspected the Wo	ork represented by this Application, 2. Such
(Line 6 from Prior Application)		2000		work has bee	n completed to the ext	ent indicated in this applica	tion, 3. this Application for Payment
8 PAYMENT DUE		\$	116,994.23	and Architect	know of no reason wh	y payment should not be man	due therefor, and 4. Construction Manager ade.
9 BALANCE TO COMPLETION	\$	-		Certified Amo			Date:
(Line 3 Minus Line 6)							
SUMMARY OF CHANGE ORDER	Additions		Deductions	(If the certified figures that ar	d amount is different fr re changed to match th	om the payment due, you si ne certified amount.)	hould attach an explanation. Initial all
Total changes approved in previous				GENERAL CO	ONTRACTOR:	***************************************	
months	\$30,911.48			By:			Date:
Total changes approved this month				ARCHITECT: By:			
TOTALS	\$20,044,40				oplication per payment	applied for herein is assign	Date: able or negotiable. Payment shall be
NET CHANGES	\$30,911.48 \$30,911.48		\$0.00	made only to	Contractor, and is with	out prejudice to any rights of	f Owner or Contractor under the Contract
L NET OTATOES	φ30,311.40			Documents or		Harman State and	

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TO: Generations on 1	st. PROJE	CT: Generation	ons	Application #	4	Distribution To:
26 1st. Ave. N		26 1st Ave	. SW.	Period Start	6/1/2021	✓ Owner
Fargo, ND 5810	2	Watertown, S	D 57201	Period End		
				Application Date	2/24/2022	Accounting
FROM: Kloos Electric				Subcontract #:		Architect
311 27th St. NV	٧			Date of Contract	4/5/2021	Owner's Rep.
Watertown, SD 57	201				47072021	2
		VIA CONTRUCTIO	N MANAGER	Pre	evail, LLC	Ç
FOR:		VIA ARCHITECT:			Stroh Architect	-
CONTRACTORS SUMMARY	OF WORK					8 92
Application is made for payment as shown be	elow.		(1) the Work	signature below is his a	assurance to Owner, conce	rning the payment herein applied for, that:
Continuation Page is Attached			Contractor un	der the Contract have	been used to pay Contract	ocuments, (2) all sums previously paid to or's cost for labor, materials and other
			obligations un	der the Contract for V	ork previously paid for, and	d (3) Contractor is legally entitled to this
1 CONTRACT AMOUNT		\$ 845,082.75	payment.			
2 SUM OF ALL CHANGE ORDERS		\$30,911.48	CONTRACTO	OR: Klor	os Electric	ц (
3 CURRENT CONTRACT AMOUNT (Li	ne 1 + Line 2)	\$875,994.23	Ву:	Muklo	\leq	Date: 7-24-23 5
4 TOTAL COMPLETED AND STORED		750 000 00				
(Column G on Continuation Page)		\$ 759,000.00				٥
5 RETAINAGE:						
a. 5% of completed work	\$ 4	.750.00				
(Columns D+E on Continuation Page)	<u> </u>	,750.00				
b. 10% of Material Stored	\$	_				
(Column F on Continuation Page)	And the second s					
Total Retainage (Line 5a + 5b or						
column I on Continuation Page)		\$ 51,750.00				
6 TOTAL COMPLETED AND STORED LES	S RETAINAGE	\$ 707,250.00	Certifica	tion Requ	ired Not Requ	uired
(Line 4 Minus Line 5 Total)		The state of the s	The constructi	on Manager and Arch	itect's signatures below are	their assurance to Owner, concerning the
7 LESS PREVIOUS PAYMENT APPLICATION	ONS	\$ 617,000.00	payment herei	n applied for, that: 1.	They haveinspected the Wo	ork represented by this Application, 2. Such
(Line 6 from Prior Application)			work has been	es the amount of Wor	ent indicated in this applicat	ion, 3. this Application for Payment due therefor, and 4. Construction Manager
8 PAYMENT DUE		\$ 90,250.00	and Architect	know of no reason why	payment should not be ma	ade.
9 BALANCE TO COMPLETION	\$168.		Certified Amo		S. 441111	Date:
(Line 3 Minus Line 6)			Maria Cara Cara Cara Cara Cara Cara Cara			
SUMMARY OF CHANGE ORDERS	Additions	Deductions	(If the certified figures that are	amount is different fro changed to match th	om the payment due, you st e certified amount.)	nould attach an explanation. Initial all
Total changes approved in previous			GENERAL CO	NTRACTOR:		
months	\$30,911.48		By: _			Date:
Total changes approved this month			ARCHITECT: By:			Date:
TOTALS	\$30,911.48			plication nor payment	applied for herein is assign	Date: able or negotiable. Payment shall be
NET CHANGES	\$30,911.48	φυ.υυ	made only to C	contractor, and is with	out prejudice to any rights o	f Owner or Contractor under the Contract
1121 011/11/020	ψου,υ11. 1 0		Documents or			0,000

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TO: Generations on 1 26 1st. Ave. N Fargo, ND 5810		PROJECT:	Generation 26 1st Ave Watertown, S	SW.	Application # Period Start Period End Application Date	4 6/1/2021 1/25/2022	Distribution To: Owner Accounting Architect
FROM: Kloos Electric 311 27th St. NV Watertown, SD 57	V	VIΔ	CONTRUCTIO	N MANAGEI	Subcontract #: Date of Contract	4/5/2021 Prevail, LLC	Owner's Rep.
FOR:			ARCHITECT:	WANAOL		TL Stroh Architect	<u>.</u>
CONTRACTORS SUMMARY	Y OF WORK			Contractor's	signature below is h	is assurance to Owner, concerning	ng the payment herein applied for, that:
Application is made for payment as shown b Continuation Page is Attached	pelow.			(1) the Work Contractor u	has been performender the Contract ha	d as required in the Contract Doc ave been used to pay Contractor's	uments, (2) all sums previously paid to s cost for labor, materials and other S) Contractor is legally entilted to this
1 CONTRACT AMOUNT		\$	845,082.75	payment.	macritic Contract io	i vvork previously paid for, and (c	(
2 SUM OF ALL CHANGE ORDERS			\$30,911.48	CONTRACT	OR:	Kloos Electric	
3 CURRENT CONTRACT AMOUNT (L	ine 1 + Line 2)		\$875,994.23	Ву:	front 2		Date: 1-25-22
4 TOTAL COMPLETED AND STORED (Column G on Continuation Page)		\$	664,000.00				900
5 RETAINAGE: a. 5% of completed work (Columns D+E on Continuation Page) b. 10% of Material Stored (Column F on Continuation Page)	\$						
Total Retainage (Line 5a + 5b or column I on Continuation Page)		\$	47,000.00				
6 TOTAL COMPLETED AND STORED LES	SS RETAINAGE	\$	617,000.00	Certific	ation 🔲 R	equired Not Require	ed
(Line 4 Minus Line 5 Total)							eir assurance to Owner, concerning the
7 LESS PREVIOUS PAYMENT APPLICATI (Line 6 from Prior Application)	IONS	\$	322,000.00	work has bee	en completed to the	extent indicated in this application	
8 PAYMENT DUE		\$				why payment should not be made	e therefor, and 4. Construction Manager e.
9 BALANCE TO COMPLETION (Line 3 Minus Line 6)		\$258,994.23	3	Certified Am			Date:
SUMMARY OF CHANGE ORDERS	Additions					t from the payment due, you shou th the certified amount.)	uld attach an explanation. Initial all
Total changes approved in previous months	\$30,911.48			GENERAL C By:	ONTRACTOR:		Date:
				ARCHITECT:			
Total changes approved this month				By:	application per per	ant applied for herein is assissed	Date:
TOTALS NET CHANGES	\$30,911.48						le or negotiable. Payment shall be Owner or Contractor under the Contract
NET CHANGES	\$30,911.48			Documents o	r otherwise.		

PAYMENT APPLICATION Page 16 of 87 Document Distribution To: PROJECT: Generations Application # Generations on 1st. TO ✓ Owner 26 1st Ave. SW. Period Start 6/1/2021 26 1st. Ave. N Watertown, SD 57201 Period End Accounting Fargo, ND 58102 Application Date 12/26/2021 Architect Kloos Electric Subcontract #: FROM: Owner's Rep. Date of Contract 4/5/2021 311 27th St. NW Watertown, SD 57201 Prevail, LLC VIA CONTRUCTION MANAGER: TL Stroh Architect VIA ARCHITECT: FOR: CONTRACTORS SUMMARY OF WORK Contractor's signature below is his assurance to Owner, concerning the payment herein applied for, that: (1) the Work has been performed as required in the Contract Documents, (2) all sums previously paid to Application is made for payment as shown below Contractor under the Contract have been used to pay Contractor's cost for labor, materials and other Continuation Page is Attached obligations under the Contract for Work previously paid for, and (3) Contractor is legally entitted to this 845,082.75 payment. 1 CONTRACT AMOUNT CONTRACTOR: \$30.911.48 2 SUM OF ALL CHANGE ORDERS Date: 12-26-2 \$875,994.23 By: (Line 1 + Line 2) 3 CURRENT CONTRACT AMOUNT 564,000.00 4 TOTAL COMPLETED AND STORED (Column G on Continuation Page) 5 RETAINAGE: a. 5% of completed work (Columns D+E on Continuation Page) b. 10% of Material Stored (Column F on Continuation Page) Total Retainage (Line 5a + 5b or 42,000.00 column I on Continuation Page) Certification Required Not Required 522,000.00 6 TOTAL COMPLETED AND STORED LESS RETAINAGE The construction Manager and Architect's signatures below are their assurance to Owner, concerning the (Line 4 Minus Line 5 Total) payment herein applied for, that: 1. They haveinspected the Work represented by this Application, 2. Such 414,000.00 7 LESS PREVIOUS PAYMENT APPLICATIONS work has been completed to the extent indicated in this application, 3. this Application for Payment (Line 6 from Prior Application) accurately states the amount of Work completed and payment due therefor, and 4. Construction Manager and Architect know of no reason why payment should not be made. \$ 114,000.00 8 PAYMENT DUE Date: **Certified Amount** \$353,994.23 9 BALANCE TO COMPLETION (Line 3 Minus Line 6) (If the certified amount is different from the payment due, you should attach an explanation. Initial all figures that are changed to match the certified amount.) Additions Deductions SUMMARY OF CHANGE ORDER GENERAL CONTRACTOR: Total changes approved in previous Date: \$30,911.48 months ARCHITECT: Date: Total changes approved this month Neither this Application nor payment applied for herein is assignable or negotiable. Payment shall be \$0.00 **TOTALS** \$30,911.48 made only to Contractor, and is without prejudice to any rights of Owner or Contractor under the Contract **NET CHANGES** \$30.911.48 Documents or otherwise

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TO:	Generations on 1s	st	PROJECT:	Generati	ons	Application #	1	Distribution To:
	26 1st. Ave. N			26 1st Ave		Period Start		
	Fargo, ND 58102	2		Watertown, S		Period End	0/1/2021	✓ Owner
	3-,			matorito wiii, c	0.201	Application Date	11/30/2021	Accounting
FROM:	Kloos Electric					Subcontract #:	11/30/2021	Architect
	311 27th St. NW	,				Date of Contract	4/5/2021	Owner's Rep.
18312	Watertown, SD 572					Date of Contract	4/3/2021	
No.			VIA	CONTRUCTIO	N MANAGEE	.	Prevail, LLC	
FOR:				ARCHITECT:	THE WATER		TL Stroh Architect	
CONTRAC	TORS SUMMARY	OF WORK			Contractorio			
Application is mad	de for payment as shown be	low.			(1) the Work	signature below is has been performe	nis assurance to Owner,	concerning the payment herein applied for, that: tract Documents, (2) all sums previously paid to
Continuation Page	e is Attached				Contractor un	der the Contract h	ave been used to pay Co	ontractor's cost for labor, materials and other
					obligations ur	nder the Contract f	or Work previously paid	for, and (3) Contractor is legally entilted to this
1 CONTRACT A	MOUNT		_\$_	845,082.75	payment.			
2 SUM OF ALL	CHANGE ORDERS			\$0.00	CONTRACTO	DR:	Kloos Electric	
3 CURRENT CO	NTRACT AMOUNT (Lin	e 1 + Line 2)		\$845,082.75	Ву:	Mule	The same of the sa	Date: _//-30-2/15
	LETED AND STORED Continuation Page)		\$	450,000.00				
b. 10% of Ma (Column F o Total Retainage	+E on Continuation Page)	\$	1,500.00	- \$34,500.00				
	LETED AND STORED LESS	RETAINAGE	•	414,000.00	Certifica	ation 🗆 n	loguired N	et Descrived
(Line 4 Minus L		RETAINAGE		414,000.00	The Control of the Co	and the second s		ot Required
					ne construct	ion Manager and A	Architect's signatures bel	ow are their assurance to Owner, concerning the the Work represented by this Application, 2. Such
(Line 6 from Pri	US PAYMENT APPLICATIO)NS			work has been	n completed to the	extent indicated in this a	application, 3. this Application for Payment
					accurately sta	tes the amount of	Work completed and pay	yment due therefor, and 4. Construction Manager
8 PAYMENT DUE	2		\$	28,500.00	and Architect	know of no reason	why payment should no	t be made.
9 BALANCE TO		\$	395,082.75	. =	Certified Amo	ount		Date:
(Line 3 Minus Li	ine 6)				(If the certified	d amount is differer	nt from the payment due.	, you should attach an explanation. Initial all
SUMMARY O	F CHANGE ORDERS	Additions		Deductions	figures that are	e changed to matc	h the certified amount.)	, you enough attack an explanation. Illustration
Total changes a	approved in previous				GENERAL CO	INTRACTOR:		
months					Ву:			Date:
Total changes	unproved this recent				ARCHITECT:			
Total changes a	pproved this month				By:			Date:
	TOTALS	\$0.00		\$0.00				assignable or negotiable. Payment shall be rights of Owner or Contractor under the Contract
	NET CHANGES	\$0.00			Documents or			ngine of Owner of Contractor under the Contract

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PAYMENT APPLICATION

To: Generations on	1st	PROJECT: General				
26 1st. Ave.		General		Application #	4	Distribution To:
Fargo, ND 581		26 1st Av		Period Start	6/1/2021	☑ Owner
		Watertown,	SU 5/201	Period End		Accounting
FROM: Kloos Electri	c			Application Date	10/27/2021	
311 27th St. N				Subcontract #:		Architect
Watertown, SD 5				Date of Contract	4/5/2021	Owner's Rep.
		MA CONTRIBUTION				
FOR:		VIA CONTRUCTIO		The state of the s	vail, LLC	
CONTRACTORS SUMMAR	Y OF WORK	VIA ARCHITECT:		TL S	Stroh Architect	
Application is made for payment as shown	bolow.		Contractor's s	signature below is his as	ssurance to Owner consum	
Continuation Page is Attached	Delow.		(1) the Work f	has been performed as	required in the Contract Doc	ing the payment herein applied for, that: curnents, (2) all sums previously paid to
1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1						
1 CONTRACT AMOUNT		\$ 845,082.75	payment.	ider the Contract for Wo	ork previously paid for, and (s cost for labor, materials and other 3) Contractor is legally entilted to this
2 SUM OF ALL CHANGE		0.10,002.75	payment.			
2 SUM OF ALL CHANGE ORDERS		\$0.00	CONTRACTO	R: / Kings	Electric	
3 CURRENT CONTRACT AMOUNT (L	ing 1 . Line O			100	PERCUIT	
(L	Line 1 + Line 2)	\$845,082.75	Ву:	Mento		_ Date: 10-27-21
4 TOTAL COMPLETED AND STORED						Date. 10 Z AT
(Column G on Continuation Page)		\$ 420,000.00				
5 RETAINAGE:						
a. 5% of completed work	•	4 500 00				
(Columns D+E on Continuation Page)	-	1,500.00				
 b. 10% of Material Stored 	\$					
(Column F on Continuation Page)	-					
Total Retainage (Line 5a + 5b or						
column I on Continuation Page)		\$34,500.00				
6 TOTAL COMPLETED AND STORED LES	SS RETAINAGE	\$ 385,500.00	Certificat	tion Danie	, – –	
(Line 4 Minus Line 5 Total)				Manual 1		d
7 LESS PREVIOUS PAYMENT APPLICATI	IONS		payment herein	n Manager and Archite	ct's signatures below are the	ir assurance to Owner, concerning the
(Line 6 from Prior Application)			work has been	completed to the extent	indicated in this analysis	represented by this Application, 2. Such
PAYMENT DUE						
BALANCE TO COMPLETION				Part is in the second willy p	ayment should not be made	. Construction Manager
(Line 3 Minus Line 6)	\$	425,082.75	Certified Amou	int		Date:
			(If the certified s	mount is different from		
SUMMARY OF CHANGE ORDER	Additions	Deductions	figures that are	changed to match the c	the payment due, you should	d attach an explanation. Initial all
Total changes approved in previous		COVER DESIGNATION OF THE CONTRACT OF THE CONTR	GENERAL CON	TRACTOR.	eruneu amount.)	
months			By:			_
Total shares and the			ARCHITECT:			Date:
Total changes approved this month			Ву:			
TOTALS	\$0.00	\$0.00	leither this Appl	lication nor payment an	plied for heroin is assistantly	Date: or negotiable. Payment shall be
NET CHANGES	\$0.00		THE TOTAL PROPERTY OF THE PARTY	DOUBLE OF PRICE IS ALITHOUT	prejudice to any rights of Ou	or negotiable. Payment shall be wher or Contractor under the Contract
			Documents or ot	herwise.	-,	or contractor under the Contract

PAYMENT APPLICAT	25-30004	Doc 134			ered 10/15/25 1	4:13:57 Desc Ma	in
TO: Generations of 26 1st. Ave Fargo, ND 58	n 1st. . N	PROJECT:	Generat 26 1st Av Watertown,	tions e. SW.	Application # Period Start Period End	4 6/1/2021	Distribution To: Owner Accounting
FROM: Kloos Elect 311 27th St. Watertown, SD	NW				Application Date Subcontract #: Date of Contract	9/21/2021	Architect Owner's Rep.
FOR:			A CONTRUCTION ARCHITECT:	ON MANAGE		rail, LLC stroh Architect	
CONTRACTORS SUMMA Application is made for payment as show Continuation Page is Attached 1 CONTRACT AMOUNT 2 SUM OF ALL CHANGE ORDERS 3 CURRENT CONTRACT AMOUNT 4 TOTAL COMPLETED AND STORED (Column G on Continuation Page)		\$	\$45,082.75 \$0.00 \$845,082.75 390,000.00	Contractor un	nder the Contract have bender the Contract for Wo	required in the Contract Doc een used to pay Contractor	ing the payment herein applied for, that: cuments, (2) all sums previously paid to s cost for labor, materials and other 3) Contractor is legally entilted to this Date: 9-21-21
a. 5% of completed work (Columns D+E on Continuation Pag b. 10% of Material Stored (Column F on Continuation Page) Total Retainage (Line 5a + 5b or column I on Continuation Page)	\$	6,000.00	\$33,000.00				
TOTAL COMPLETED AND STORED L (Line 4 Minus Line 5 Total) LESS PREVIOUS PAYMENT APPLICA (Line 6 from Prior Application)		\$	357,000.00	payment neren	on Manager and Archited	ct's signatures below are the	ed eir assurance to Owner, concerning the represented by this Application, 2. Such 1, 3. this Application for Payment
PAYMENT DUE BALANCE TO COMPLETION (Line 3 Minus Line 6)	\$	\$ 455,082.75	108,000.00	accurately state	now of no reason why p	completed and payment due ayment should not be made	therefor and A Construction Manager
SUMMARY OF CHANGE ORDERS Total changes approved in previous months	Additions			GENERAL CO	changed to match the c	the payment due, you shou ertified amount.)	ld attach an explanation. Initial all
Total changes approved this month				By: ARCHITECT: By:			Date:
TOTALS	\$0.00		\$0.00	Neither this App	olication nor payment ap	plied for herein is assignable	Date: e or negotiable. Payment shall be
NET CHANGES	\$0.00			made only to Co Documents or c	ontractor, and is without	prejudice to any rights of O	wner or Contractor under the Contract

PAYMENT APPLICATION Doc 134 Filed 10/15/25 Entered 10/15/25 14:13:57 Desc Main Document Page 20 of 87

TO:	Generations on 1st.	PR	OJECT:	Generation	ons	Application #	4.4	Distribution To:
	26 1st. Ave. N			26 1st Ave.	SW.	Period Start	6/1/2021	
	Fargo, ND 58102		V	Vatertown, S		Period End	0/1/2021	✓ Owner
			March.		- 0.20.	Application Date	9/26/2024	Accounting
FROM:	Kloos Electric					Subcontract #:	8/26/2021	Accounting Architect
Billion .	311 27th St. NW						4/5/0004	Owner's Rep.
1346	Watertown, SD 57201					Date of Contract	4/5/2021	
			VIA (CONTRUCTION	NAMACE	D. D.		
FOR:				ARCHITECT:	NIVIANAGE		evail, LLC Stroh Architect	
CONTRAC	TORS SUMMARY O	F WORK	1017	WOTHILDT.				
	de for payment as shown below				Contractor's	signature below is his a	assurance to Owner, conce	rning the payment herein applied for, that:
Continuation Page		(a)			(1) the Work	has been performed as	s required in the Contract D	ocuments (2) all sums previously paid to
					obligations u	nder the Contract have	been used to pay Contract	or's cost for labor, materials and other
1 CONTRACT A	TAUON		\$	845,082.75	payment.	nder the contract for vi	rolk previously paid for, and	d (3) Contractor is legally entilted to this
2 SUM OF ALL C	CHANGE ORDERS			\$0.00	CONTRACT	OR: / Klee	os Electric	
3 CURRENT COL	NTRACT AMOUNT (Line 1	+ Line 2)		0045 000 75		Stul h	4	Date: 8-26-21
o oblately obl	(Line)	+ Line 2)	-	\$845,082.75	By:	June 10		Date: 8-26-21
4 TOTAL COMPL	ETED AND STORED		\$	270,000.00				
	Continuation Page)			270,000.00				
5 RETAINAGE:								
a. 5% of com	npleted work	\$	-					
	+E on Continuation Page)							
b. 10% of Mat	erial Stored	\$	7,500.00					
	n Continuation Page)	Contract of the Contract of th						
Total Retainage								
	Continuation Page)		-	\$27,000.00				
	ETED AND STORED LESS RE	ETAINAGE	\$	243,000.00	Certifica	ation Requi	red Not Requ	ired
(Line 4 Minus Li	ne 5 Total)		•		The construct	ion Manager and Archi		their assurance to Owner, concerning the
	IS PAYMENT APPLICATIONS				payment here	in applied for, that: 1. T	hey haveinspected the Wo	rk represented by this Application 2 Such
(Line 6 from Price	or Application)				work has been	n completed to the exte	ent indicated in this applicati	ion, 3, this Application for Payment
8 PAYMENT DUE			\$	67,500.00	accurately sta	tes the amount of World	k completed and payment of	lue therefor, and 4. Construction Manager
9 BALANCE TO C	COMPLETION	¢ ,		and the second s			payment should not be ma	ide.
(Line 3 Minus Lin		3	575,082.75	19	Certified Amo	ount		Date:
					If the certified	d amount is different fro	m the payment due, you sh	ould attach an explanation. Initial all
SUMMARY OF	CHANGE ORDERS	Additions	De	ductions	igures that ar	e changed to match the	e certified amount.)	,
The state of the s	oproved in previous				GENERAL CO	NTRACTOR:		
months					Ву:			Date:
Total abaness	annound this was the				ARCHITECT:			
rotal changes ap	oproved this month	SULVED BEING YOU			By:			Date:
	TOTALS	\$0.00		\$0.00	leither this Ar	polication nor payment	applied for herein is assigna	able or negotiable. Payment shall be
	NET CHANGES	\$0.00	-	Ψ0.00		parametric nor paymont	- Francisco Morent le decigni	Owner or Contractor under the Contract

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TO: Generations on	1st. PR	OJECT: Generat	ions	Application #	1	Distribution To:
26 1st. Ave. N		26 1st Ave	e. SW.	Period Start	6/1/2021	✓ Owner
Fargo, ND 5810	02	Watertown, S	SD 57201	Period End		Accounting
				Application Date	7/26/2021	Accounting
FROM: Kloos Electric				Subcontract #:		Architect
311 27th St. N	N			Date of Contract	4/5/2021	
Watertown, SD 5	7201					
		VIA CONTRUCTIO	ON MANAGE	R: P	revail, LLC	
FOR:		VIA ARCHITECT:			L Stroh Architect	□ Owner's kep.
CONTRACTORS SUMMAR	Y OF WORK		Contractorio	singet on below in hi		
Application is made for payment as shown	below.		(1) the Work	has been performed	as required in the Contract D	rning the payment herein applied for, that: ocuments, (2) all sums previously paid to
Continuation Page is Attached			Contractor u	inder the Contract have	ve been used to pay Contract	
Applies to the control of the regular region of the control of th			obligations u	inder the Contract for	Work previously paid for, and	or's cost for labor, materials and other d (3) Contractor is legally entilted to this
1 CONTRACT AMOUNT		\$ 845,082.75	payment.			7.00
O OUM OF ALL CHANGE OPPERS		00.00	CONTRACT			
2 SUM OF ALL CHANGE ORDERS		\$0.00	CONTRACT	OR:	loos Electric	Date: 7-26-21
3 CURRENT CONTRACT AMOUNT (I	Line 1 + Line 2)	\$845,082.75	Ву:	HUL /	3-5	Date: 7-26-21
				-		
4 TOTAL COMPLETED AND STORED		\$ 195,000.00				
(Column G on Continuation Page)						i
5 RETAINAGE:			1			
a. 5% of completed work	\$	-				
(Columns D+E on Continuation Page)			1			
b. 10% of Material Stored	\$	6,500.00	1			
(Column F on Continuation Page)			1			
Total Retainage (Line 5a + 5b or			1			
column I on Continuation Page)		\$19,500.00	- 10			
6 TOTAL COMPLETED AND STORED LE	SS RETAINAGE	\$ 175,500.00	Certific		quired Not Requ	
(Line 4 Minus Line 5 Total)			The construc	tion Manager and Arc	chitect's signatures below are	their assurance to Owner, concerning the
7 LESS PREVIOUS PAYMENT APPLICAT	IONS		payment her	ein applied for, that: 1	. They haveinspected the Wo	ork represented by this Application, 2. Such
(Line 6 from Prior Application)			accurately st	ates the amount of W	xtent indicated in this applicat	ion, 3. this Application for Payment due therefor, and 4. Construction Manager
8 PAYMENT DUE		\$ 58,500.00	and Architect	t know of no reason w	hy payment should not be ma	ade.
9 BALANCE TO COMPLETION	S	650,082.75	Certified Am			Date:
(Line 3 Minus Line 6)						
SUMMARY OF CHANGE ORDERS	Additions	Daduations	(If the certifie	d amount is different	from the payment due, you st	nould attach an explanation. Initial all
	Additions	Deductions	4000		the certified amount.)	200
Total changes approved in previous months			THE RESERVE OF THE PROPERTY OF	ONTRACTOR:		
monuls			Ву:			Date:
Total changes approved this month			ARCHITECT			
			By:	unnlication nor navena	ent applied for basein isi	Date:
TOTALS	\$0.00	\$0.00	made only to	Contractor and is with	thout prejudice to any rights of	able or negotiable. Payment shall be f Owner or Contractor under the Contract
NET CHANGES	\$0.00		Documents o		and prejudice to any rights of	Owner of Contractor under the Contract

PAYMENT APPLICA PROPAGE 5-30004	4 Doc 134	Document		ered 10/15/25 14 22 of 87	4:13:57 Desc Ma	ZII I
FROM: Generations on 1st. 1405 1st. Ave. N Fargo, ND 58102 Kloos Electric 311 27th St. NW Watertown, SD 57201	PROJECT:	Generati 26 1st Ave Watertown, S	ons e. SW.	Application # Period Start Period End Application Date Subcontract #: Date of Contract	1 6/1/2021 4/28/2021 4/5/2021	Distribution To: Owner Accounting Architect Owner's Rep.
FOR:		CONTRUCTIO	N MANAGE	R: Prev	vail, LLC	
CONTRACTORS SUMMARY OF WOR	VIA	ARCHITECT:		TL S	Stroh Architect	
Application is made for payment as shown below. Continuation Page is Attached CONTRACT AMOUNT	K.		Contractor un	nder the Contract have h	peen used to pay Contract D	rning the payment herein applied for, that ocuments, (2) all sums previously paid to or's cost for labor, materials and other (3) Contractor is legally entilted to this
	_\$	845,082.75	payment.		para for, and	(3) Contractor is legally entilted to this
SUM OF ALL CHANGE ORDERS	<u></u>	\$0.00	CONTRACTO	DR: / Kloos	s Electric	
CURRENT CONTRACT AMOUNT (Line 1 + Line 2)		\$845,082.75	Ву:	Mulh		Date: 5-16-2
TOTAL COMPLETED AND STORED (Column G on Continuation Page)			7			Date: 3 70 2
RETAINAGE: a. 5% of completed work (Columns D+E on Continuation Page) b. 10% of Material Stored (Column F on Continuation Page) Total Retainage (Line 5a + 5b or column I on Continuation Page)	13,000.00					
TOTAL COMPLETED AND STORED LESS RETAINAGE (Line 4 Minus Line 5 Total)	\$	13,000.00	Certifica	tion Require	ed Not Requi	red
LESS PREVIOUS PAYMENT APPLICATIONS (Line 6 from Prior Application)				on Manager and Archite	ct's signatures below are the	neir assurance to Owner, concerning the crepresented by this Application, 2. Suc in, 3. this Application for Payment
PAYMENT DUE		Control Contro	order	os the annount of work t	completed and navment di	the the section of th
BALANCE TO COMPLETION \$ Line 3 Minus Line 6)	715,082.75		ertified Amo	p	ayment should not be mad	le. Date:
SUMMARY OF CHANGE ORDERS Addition			If the certified	amount is different from	the payment due, you sho	uld attach an explanation. Initial all
otal changes approved in previous	S De	G	SENERAL CO	oridinged to materi the c	certified amount.)	and attach ari explanation. Initial all
otal changes approved this month		A	y: RCHITECT:			Date:
ges approved this month		В	y:			228-00
TOTALS \$0.00		\$0.00 N	- 144			Date: Dile or negotiable. Payment shall be

Payment application containing Contractor's signature is attached.

APPLICATION # 1
DATE OF APPLICATION 11/24/2020

PERIOD THRU SUBCONTRACT #

Α	В	С	D	E	F	G	H	7
ITEM	WORK DESCRIPTION	SCHEDULED	AMOUNT	AMOUNT	STORED MATERIALS (NOT	TOTAL PERCENT	BALANCE TO	DETAINAGE OF
#		AMOUNT	PREVIOUS PERIODS	THIS PERIOD	IN D OR E)	(D+E+F) (G/C)	(C-G)	RETAINAGE O
01 02 03 04 05 06 07 08 09 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25 26 27 28 29 30 31 32 33 34 35	Deposit	\$ 845,082.75	The state of the s	\$ -	\$ 130,000.00	\$ 130,000.00	\$ 715,082.75 \$ 1 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5 \$ 5	RETAINAGE CONTROL STATE OF THE
36 37 38						\$ - \$ - \$ -	\$ - \$ - \$	
	SUB-TOTALS		\$ -	\$ -		\$ 130,000.00 0%		\$ 13,000.00



311 27th St. NW Watertown, SD 57201 klooselectric@outlook.com

Estimate: Generations on 1st

Date:	4/5/2021
3	800A main breaker meter banks.
	two for residential units.
	one for house panel and senior center panels
1	Elevator with 200A three phase service disconnect with shunt trip.
72	150A panels for each apartment.
1	Fire alarm system
1	16 channel camera system.
1	State electrical certificate

Apartments will include baseboard heat, wall AC outlet, stove, microwave, washer and dryer. Outlets and lighting to NEC code.

No ceiling fans or remotes will be provided. Any and all other lighting will be provided.

\$ 780,518.47

Alternate 1: Wire Kitchen area.

Pipe and install 200A three phase panel. Wire outlets, lights, hoods, walkin cooler, freezer, roof vents and roof ac units.

\$ 30,911.48

Aleternate 2: Wire common areas. Install lights

Install 200A three phase panel. Wire outlet, lights, exit lights, secondary kitchen, game rooms, and bath rooms.

\$ 64,564.28

Total:

\$ 875,994.23

conepted by:

8/4/21

This estimate is confidential and shall not be shared with competitors.

This estimate is base on pricing as of 3/8/21 during COVID-19 crisis. Prices of material may increase prior to commencement of project. Pricing will be accessed, reevaluated and adjusted accordingly.



311 27th St. NW Watertown, SD 57201 klooselectric@outlook.com

Estimate: Generations on 1st

Door control

Date: 1/16/2022

Safe-N-Secure estimate based on conversations with Mindy Craig.
4-Total door controlers. (N. entry door, N. stairwell door from lobby, N. door to garage, and Door control keypad in elevator to gain access to apartment floors)
Electrical conduit and material included.
Electrical labor included.

Total: \$ 12,223.73

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Kloos Electric LLC

311 27th St. NW Watertown, SD 57201-2416 US (605) 881-5859 klooselectric@outlook.com



INVOICE

BILL TO

Jesse Craig Craig Properties 1405 1st Ave N Fargo, ND 58102 INVOICE DATE

1524 11/18/2021 Net 15

TERMS DUE DATE

12/03/2021

DATE	ACTIVITY	QTY	RATE	AMOUNT
04/05/2021	Materials wire generations apartments	0.0325329	780,518.47	25,392.53
04/05/2021	Materials Alt # 1 Wire kitchen area.	0.032547	30,911.48	1,006.08
04/05/2021	Materials Alt # 2 Wire common areas of senior center	0.032547	64,564.28	2,101.37
		PAYMENT		28,499.98
		BALANCE DUE		\$0.00
				PAID

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Kloos Electric LLC

	Туре		Status	Delivery Method	Date	Customer
Мо	ney received		All statuses		All	All
Date	Type	No.	From / To	Memo	Amount	Status
1/3/23	Payment	11144	Jesse Craig:Generations		\$51,750.00	Closed
4/11/22	Payment	115	Jesse Craig:Generations		\$116,994.23	Paid \$38.33 credit
3/14/22	Payment	39474	Jesse Craig:Generations		\$95,000.00	
3/14/22	Payment	39652	Jesse Craig:Generations		\$90,250.00	Closed
1/3/22	Payment	39279	Jesse Craig:Generations		\$114,000.00	Closed
12/17/21	Payment	39130	Jesse Craig:Generations		\$28,500.00	Closed
11/18/21	Payment	38994	Jesse Craig:Generations		\$28,500.00	Closed
10/18/21	Payment	388.15	Jesse Craig:Generations		\$108,000.00	
9/15/21	Payment	38665	Jesse Craig:Generations		\$67,500.00	
9/14/21	Payment	38541	Jesse Craig:Generations		\$58,500.00	
6/23/21	Payment		Jesse Craig:Generations		\$116,968.75	

1-11 of 11

Payer: RLOOS ELECTRIC Property Invoice - Date Description

Desc Main

Description

1405

11/01/2022

Amount

51,750.00

51,750.00

Craig Development, LLC

PO Box 426 Fargo, ND 58107

First Community Credit Union 4521 19th Avenue South Fargo, ND 58103

11144

77-7869/2913

**** FIFTY ONE THOUSAND SEVEN HUNDRED FIFTY AND 00/100 DOLLARS

TO THE ORDER OF 11/01/22

\$51,750.00**

KLOOS ELECTRIC 311 27TH ST NW

57201 WATERTOWN, SD

NON-NEGOTIABLE

Authorized Signature

Business Account

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D*TE:12/07/21 CK#:39130 TOTAL:\$28,500.00** BANK:Craig Properties, LLC(1120)
PAYEE:KLOOS ELECTRIC
Property Address Invoice - Date Description

Amount

Craig Properties

12/07/2021

28,500.00

28,500.00

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DATE:11/08/21 CK#:38994 TOTAL:\$28,500.00** BANK:1120 - Craig Properties, LLC
PAYEE:KLOOS ELECTRIC(kloos)

Property - Account Invoice Description

28,500.00

28,500.00

Amount

Craig Properties

02/07/2022

95,000.00

95,000.00

DATE:01/03/22 CK#:39279 TOTAL:\$114,000.00* BANK:Craig Properties, LLC(1120)
Property Address Invoice - Date Invoice - Date

Craig Properties

01/03/2022

Description

Amount

114,000.00

114,000.00

Craig Properties

Property Address

The page 32 of 87

Invoice Position

Page 32 of 87

Description

03/08/2022

Amount

Desc Main

90,250.00

90,250.00

DATE:04/02/22 CK#:115 TOTAL:\$116,994.23* BANK:The Ruins, LLC(ruins)
PAYEE:KLOOS ELECTRIC
Property Invoice - Date Description

Invoice - Date

Description

Amount

p0000001

04/02/2022

116,994.23

116,994.23

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WAIVER OF LIEN

SD19260724

TO WHOM IT MAY CONCERN AND TO RED RIVER BANK

For good and valuable consideration, receipt of which is hereby acknowledged, the undersigned hereby waives and releases any and all mechanics' liens, claims or rights of liens and all rights acquired by the undersigned to file mechanics' liens or claims on account of labor or services performed at or materials furnished or delivered to the real property below described, or any building, construction, or improvement thereon by the undersigned, and any right to claim any lien priority as of any date prior to the date hereof upon the real property situated in the County of Codington, State of South Dakota described as:

315 East Kemp, Watertown, SD 57201

Dated this	14	day of	W	lan	D	22
------------	----	--------	---	-----	---	----

AMOUNT: \$[Enter Amount]
[Enter Memo Info]

[Enter Creditor Name]

FULL

PARTIAL ____

Address: 311 27th 8t NW

Notertown 80 5720

Phone Number: 605-881-5859

PLEASE SIGN AND RETURN TO:

Craig Development, LLC 1405 1 Ave N Fargo, ND 58102 Case 25-30004 Doc 134 Filed 10/15/25 Entered 10/15/25 14:13:57 Desc Main Document Page 34 of 87

WAIVER OF LIEN

SD19260724

TO WHOM IT MAY CONCERN AND TO RED RIVER BANK

For good and valuable consideration, receipt of which is hereby acknowledged, the undersigned hereby waives and releases any and all mechanics' liens, claims or rights of liens and all rights acquired by the undersigned to file mechanics' liens or claims on account of labor or services performed at or materials furnished or delivered to the real property below described, or any building, construction, or improvement thereon by the undersigned, and any right to claim any lien priority as of any date prior to the date hereof upon the real property situated in the County of Codington, State of South Dakota described as:

315 East Kemp, Watertown, SD 57201

Dated this 14 day of March	, <u>22</u> .
AMOUNT: \$[Enter Amount] [Enter Memo Info]	[Enter Creditor Name]
FULL	
PARTIAL	By: Med CLC Its: Owner
	Address: 311 27th 8th No. 57201 Phone Number: 605-881-5859

PLEASE SIGN AND RETURN TO:

Craig Development, LLC 1405 1 Ave N Fargo, ND 58102 WAIVER OF LIEN

SD20297500

TO WHOM IT MAY CONCERN AND TO Watertown Development Company and First Dakota Title - Watertown

For good and valuable consideration, receipt of which is hereby acknowledged, the undersigned hereby waives and releases any and all mechanics' liens, claims or rights of liens and all rights acquired by the undersigned to file mechanics' liens or claims on account of labor or services performed at or materials furnished or delivered to the real property below described, or any building, construction, or improvement thereon by the undersigned, and any right to claim any lien priority as of any date prior to the date hereof upon the real property situated in the County of Codington, State of South Dakota described as:

Lots 1 of Generations on 1st Original Plat of the City of Watertown, Codington County, South Dakota, according to the recorded plat thereof.

26 Ist Ave SW, Watertown, SD 57201

Dated this 16 day of December 2021

AMOUNT: \$ 28,500

Paid to: KOOS Electric

FULL

PARTIAL X

By: Chore Fick Hoos
Address: 711 27th CA

Phone Number:_

PLEASE SIGN AND RETURN TO:

Craig Development 1405 1st Ave N Fargo, ND 58102 Case 25-30004 Doc 134 Filed 10/15/25 Entered 10/15/25 14:13:57 Desc Main Document Page 36 of 87

WAIVER OF LIEN

SD20297500

TO WHOM IT MAY CONCERN AND TO Watertown Development Company and First Dakota Title - Watertown

For good and valuable consideration, receipt of which is hereby acknowledged, the undersigned hereby waives and releases any and all mechanics' liens, claims or rights of liens and all rights acquired by the undersigned to file mechanics' liens or claims on account of labor or services performed at or materials furnished or delivered to the real property below described, or any building, construction, or improvement thereon by the undersigned, and any right to claim any lien priority as of any date prior to the date hereof upon the real property situated in the County of Codington, State of South Dakota described as:

Lots 1 of Generations on 1st Original Plat of the City of Watertown, Codington County, South Dakota, according to the recorded plat thereof.

26 Ist Ave SW, Watertown, SD 57201

Dated t	his	18	day of	october	21
---------	-----	----	--------	---------	----

AMOUNT: \$ 108,600

Paid to: Kloos Electric

FULL

PARTIAL X

By: Kloos electric

Address: 3/1 27th St No

Waterfown, SD 57201 Phone Number: 605-881-5859

PLEASE SIGN AND RETURN TO:

Craig Development 1405 1st Ave N Fargo, ND 58102

RRSB-Kloos Electric SD Subpoena 0359

WAIVER OF LIEN

SD20297500

TO WHOM IT MAY CONCERN AND TO Watertown Development Company and First Dakota Title - Watertown

For good and valuable consideration, receipt of which is hereby acknowledged, the undersigned hereby waives and releases any and all mechanics' liens, claims or rights of liens and all rights acquired by the undersigned to file mechanics' liens or claims on account of labor or services performed at or materials furnished or delivered to the real property below described, or any building, construction, or improvement thereon by the undersigned, and any right to claim any lien priority as of any date prior to the date hereof upon the real property situated in the County of Codington, State of South Dakota described as:

Lots 1 of Generations on 1st Original Plat of the City of Watertown, Codington County, South Dakota, according to the recorded plat thereof.

26 Ist Ave SW, Watertown, SD 57201

Dated this \ \ \ day of \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \	2021
AMOUNT: \$ 28,800,00	Paid to:
FULL	Sheet All
PARTIAL	By: Rick Kloos Its: Owner Address: 311 27th 8t Nh)
	Phone Number: 605-868-3869

PLEASE SIGN AND RETURN TO:

Craig Development 1405 1st Ave N Fargo, ND 58102 WAIVER OF LIEN

SD20297500

TO WHOM IT MAY CONCERN AND TO Watertown Development Company and First Dakota Title -

For good and valuable consideration, receipt of which is hereby acknowledged, the undersigned hereby waives and releases any and all mechanics' liens, claims or rights of liens and all rights acquired by the undersigned to file mechanics' liens or claims on account of labor or services performed at or materials furnished or delivered to the real property below described, or any building, construction, or improvement thereon by the undersigned, and any right to claim any lien priority as of any date prior to the date hereof upon the real property situated in the County of Codington, State of South Dakota described as:

Lots I of Generations on 1st Original Plat of the City of Watertown, Codington County, South Dakota, according to the recorded plat thereof.

26 1st Ave SW, Watertown, SD 57201

Dated this 18 day of November	2021
AMOUNT: \$ 28,800,00	Paid to:
FULL	1.160
PARTIAL	By: Rick Kloos
	Address: 311 27th 81 NW
	Phone Number: 600-861-866

PLEASE SIGN AND RETURN TO:

Craig Development 1405 1st Ave N Fargo, ND 58102

Exhibit C

Kloos Electric LLC

Parkside Project
Payment Applications
Estimate and Invoices
Payment Records
Lien Waiver

Case 25-30004

Doc 134 Filed 10/15/25 Entered 10/15/25 14:13:57 Desc Main Page 40 of 87 Document

PAYMENT APPLICATION

TO:

1	Distribution To:
2020	✓ Owner
220	Accounting
021	☐ Architect
020	Owner's Rep.

Subpoena 0106

RSB-Kloos Electric SD

Parkside Place LLC PROJECT: Parkside Place Application # 1405 1st. Ave. N 8 2nd St NE Period Start 11/24/2 Fargo, ND 58102 Watertown, SD 57201 Period End Application Date 7/26/2 FROM: Kloos Electric Subcontract #: 311 27th St. NW **Date of Contract** 11/24/2 Watertown, SD 57201 VIA CONTRUCTION MANAGER: Prevail, LLC FOR: VIA ARCHITECT: TL Stroh Architect CONTRACTORS SUMMARY OF WORK Contractor's signature below is his assurance to Owner, concerning the payment herein applied for, that: Application is made for payment as shown below. (1) the Work has been performed as required in the Contract Documents, (2) all sums previously paid to Continuation Page is Attached Contractor under the Contract have been used to pay Contractor's cost for labor, materials and other obligations under the Contract for Work previously paid for, and (3) Contractor is legally entitled to this 1 CONTRACT AMOUNT 275,000.00 payment. 2 SUM OF ALL CHANGE ORDERS CONTRACTOR: \$0.00 **3 CURRENT CONTRACT AMOUNT** (Line 1 + Line 2) Date: //-/3-2/ \$275,000.00 4 TOTAL COMPLETED AND STORED 275,000.00 (Column G on Continuation Page) 5 RETAINAGE: a. 5% of completed work (Columns D+E on Continuation Page) b. 10% of Material Stored (Column F on Continuation Page) Total Retainage (Line 5a + 5b or column I on Continuation Page) 6 TOTAL COMPLETED AND STORED LESS RETAINAGE Certification 275,000.00 Required Not Required (Line 4 Minus Line 5 Total) The construction Manager and Architect's signatures below are their assurance to Owner, concerning the 7 LESS PREVIOUS PAYMENT APPLICATIONS payment herein applied for, that: 1. They haveinspected the Work represented by this Application, 2. Such (Line 6 from Prior Application) work has been completed to the extent indicated in this application, 3. this Application for Payment accurately states the amount of Work completed and payment due therefor, and 4. Construction Manager 8 PAYMENT DUE \$5,000.00 and Architect know of no reason why payment should not be made. 9 BALANCE TO COMPLETION \$0.00 **Certified Amount** (Line 3 Minus Line 6) Date: (If the certified amount is different from the payment due, you should attach an explanation. Initial all SUMMARY OF CHANGE ORDERS Additions **Deductions** figures that are changed to match the certified amount.) Total changes approved in previous GENERAL CONTRACTOR: months Date: ARCHITECT: Total changes approved this month TOTALS \$0.00 Neither this Application nor payment applied for herein is assignable or negotiable. Payment shall be \$0.00 made only to Contractor, and is without prejudice to any rights of Owner or Contractor under the Contract **NET CHANGES** \$0.00 Documents or otherwise.

TO:	Parkside Place LL		PROJECT:	Document Parkside		1 of 87		
	1405 1st. Ave. N Fargo, ND 58102			8 2nd S Watertown,	t NE	Application # Period Start Period End	1 11/24/2020	Distribution To: Owner
FROM:	Kloos Electric 311 27th St. NW Watertown, SD 572					Application Date Subcontract #: Date of Contract	7/26/2021	AccountingArchitectOwner's Rep.
FOR:			VI	A CONTRUCTION A ARCHITECT:	ON MANAGER	1.0	vail, LLC	
CONTRA	CTORS SUMMARY	OF WORK	•	A AROTHLOT.		TL :	Stroh Architect	
Application is m Continuation Pa	ade for payment as shown be	ow.			Contractor's s (1) the Work	signature below is his a has been performed as	ssurance to Owner, concerning required in the Contract Docu	the payment herein applied for, the ments, (2) all sums previously paid
CONTRACT	AMOUNT		\$	275,000.00	obligations un payment.	nder the Contract have inder the Contract for W	been used to pay Contractor's ork previously paid for, and (3)	ments, (2) all sums previously paid cost for labor, materials and other Contractor is legally entilted to this
SUM OF ALL	CHANGE ORDERS		_	\$0.00	CONTRACTO	DR: _ Kloo	s Electric	
CURRENT CO	ONTRACT AMOUNT (Line	e 1 + Line 2)		\$275,000.00	Ву:	thuk h		7.7/ >
TOTAL COMP (Column G on	PLETED AND STORED Continuation Page)		\$	275,000.00	(-			Date:
 b. 10% of Ma (Column Fig Total Retainage)+E on Continuation Page)	\$		\$5,000.00				
TOTAL COMPI	LETED AND STORED LESS	RETAINAGE	s	270,000.00	Certificat	tion 🗆		
Line 4 Minus L	ine 5 Total)							
Line 6 from Pri	US PAYMENT APPLICATION or Application)	S			work has been	completed to the exten	t indicated in this	assurance to Owner, concerning the presented by this Application, 2. Su
AYMENT DUE								this Application for Payment erefor, and 4. Construction Manag
ALANCE TO C ine 3 Minus Li	COMPLETION ne 6)		\$5,000.00		Certified Amou) [-	The should not be made.	
	CHANGE ORDER:	A 1 100			If the certified a	mount is different from		Date:
	pproved in previous	Additions		G	SENERAL CON		certified amount.)	attach an explanation. Initial all
otal changes ar	proved this month			B	y: RCHITECT:			Date:
onunges ap	Annual Control of the			В	y:		plied for herein is assignable or	Date:
	TOTALS	\$0.00						

PAYMENT APPLICATION 25-300	04 Doc 134 Filed 10/1 Documen		14:13:57 Desc Ma	ain
TO: Parkside Place LLC 1405 1st. Ave. N Fargo, ND 58102	PROJECT: Parkside 8 2nd 9 Watertown,	Place Application # St NE Period Start	11/24/2020	Distribution To: Owner Accounting
FROM: Kloos Electric 311 27th St. NW Watertown, SD 57201		Subcontract #: Date of Contract	11/24/2020 11/24/2020	Accounting Architect Owner's Rep.
FOR:	VIA CONTRUCTI VIA ARCHITECT	· · · · · · · · · · · · · · · · · · ·	evail, LLC	oaq
CONTRACTORS SUMMARY OF WO	RK	1	Stroh Architect	
Application is made for payment as shown below. Continuation Page is Attached		Contractor under the Contract have	is required in the Contract Do been used to pay Contracto	ning the payment herein applied for, that:
1 CONTRACT AMOUNT	\$ 275,000.00	payment.	vork previously paid for, and	(3) Contractor is legally entilted to this
2 SUM OF ALL CHANGE ORDERS	\$0.00	CONTRACTOR: KIO	os Electric	SO E
3 CURRENT CONTRACT AMOUNT (Line 1 + Line 2)	\$275,000.00	ву:		Date: 4-18-21 \frac{9}{2}
4 TOTAL COMPLETED AND STORED (Column G on Continuation Page)	\$ 236,250.00			r's cost for labor, materials and other (3) Contractor is legally entilted to this Date: 4-18-21
5 RETAINAGE: a. 5% of completed work (Columns D+E on Continuation Page) b. 10% of Material Stored (Column F on Continuation Page) Total Retainage (Line 5a + 5b or column I on Continuation Page)	\$ 9,000.00			
6 TOTAL COMPLETED AND STORED LESS RETAINAGE		Certification Requ	ired Not Requi	rod.
(Line 4 Minus Line 5 Total) 7 LESS PREVIOUS PAYMENT APPLICATIONS (Line 6 from Prior Application) 8 PAYMENT DUE		The construction Manager and Archi payment herein applied for, that: 1. Twork has been completed to the extended accurately states the amount of World	itect's signatures below are the transfer of the Workent indicated in this application of the completed and payment during the compl	neir assurance to Owner, concerning the crepresented by this Application, 2. Such n, 3. this Application for Payment
BALANCE TO COMPLETION	\$81,000.00	and Architect know of no reason wny	payment should not be mad	e.
(Line 3 Minus Line 6)	\$62,375.00	Certified Amount		Date:
SUMMARY OF CHANGE ORDER: Additi	ons Deductions	(If the certified amount is different fro figures that are changed to match the GENERAL CONTRACTOR:	om the payment due, you sho e certified amount.)	uld attach an explanation. Initial all
months		Ву:		Date:
Total changes approved this month		ARCHITECT: By:		
TOTALS \$0.00	\$0.00	Neither this Application nor payment	applied for herein is assignate	Date:
NET CHANGES \$0.00	70.00	made only to Contractor, and is witho Documents or otherwise	out prejudice to any rights of (Owner or Contractor under the Contract

Payment application containing Contractor's signature is attached.

APPLICATION # 1
DATE OF APPLICATION 11/24/2020
PERIOD THRU

Α	В	С	D	E	F			SUBCONTRACT #	
				TED WORK		G		Н	1
TEM #	WORK DESCRIPTION	SCHEDULED AMOUNT	AMOUNT PREVIOUS PERIODS	AMOUNT THIS PERIOD	STORED MATERIALS (NOT IN D OR E)	TOTAL COMPLETED AND STORED (D+E+F)	PERCENT COMPLETE (G/C)	BALANCE TO COMPLETION (C-G)	RETAINAGE
02 03 04 05 06 07 08 09 10 11 12 13 14 15 16 17 18 19 20 21 22 34 45 66 78 89 99 01 11 22 33 44 56 77 88 99 90 90 90 90 90 90 90 90 90 90 90 90	Down payment materials purchased and labor materials purchased and labor materials purchased and labor materials purchased and labor	\$ 275,000.00 \$ 233,750.00 \$ 158,750.00 \$ 143,375.00	\$	\$		\$ 41,250.00 \$ 75,000.00 \$ 30,000.00 \$ 90,000.00 \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ -		\$ 233,750.00 \$ 158,750.00 \$ 128,750.00 \$ 53,375.00 \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ -	\$ 4,125.0 \$ 7,500.0 \$ 3,000.0 \$ 9,000.0
					\$		\$		
	SUB-TOTALS	9	- 9	- 9	\$ 236,250.00 \$		\$	-	

PAYMENT APPLICA	Pron 25-30004		Filed 10/15/2		ered 10/15/25 14	4:13:57 Desc M	ain
TO: Parkside Pla 1405 1st. A Fargo, ND: FROM: Kloos Ele 311 27th St Watertown, SI	ce LLC Ive. N 58102 ctric : NW	PROJECT:	Document Parkside P 8 2nd St Watertown, SI	NE	Application # Period Start Period End Application Date Subcontract #: Date of Contract	1 11/24/2020 11/24/2020 11/24/2020	Distribution To: Owner Accounting Architect Owner's Rep.
FOR:			CONTRUCTION	MANAGE	R: Pre	vail, LLC	Owner's Rep.
CONTRACTORS SUMMA	ARY OF WORK	VIA	ARCHITECT:		TL:	Stroh Architect	<u> </u>
Application is made for payment as sho Continuation Page is Attached	wn below.			Contractor un	ider the Contract have	heen used to pay Contract L	rning the payment herein applied for, that: Occuments, (2) all sums previously paid to
1 CONTRACT AMOUNT		\$	275,000.00	payment.		on previously paid for, and	or's cost for labor, materials and other d (3) Contractor is legally entilted to this
2 SUM OF ALL CHANGE ORDERS			\$0.00	CONTRACTO	DR: / Kloo	s Electric	
3 CURRENT CONTRACT AMOUNT	(Line 1 + Line 2)			ву:	Mul 1		Date: 3-25-21
4 TOTAL COMPLETED AND STORED (Column G on Continuation Page)		\$	146,250.00				
5 RETAINAGE: a. 5% of completed work (Columns D+E on Continuation Pa b. 10% of Material Stored (Column F on Continuation Page) Total Retainage (Line 5a + 5b or column I on Continuation Page)	ge)						
TOTAL COMPLETED AND STORED	ECC DETAILS		\$14,625.00				
(Line 4 Minus Line 5 Total)	LESS RETAINAGE			Certifica			ired
LESS PREVIOUS PAYMENT APPLIC (Line 6 from Prior Application)	ATIONS		- we	ork has been	completed to the exten	it indicated in this application	their assurance to Owner, concerning the rk represented by this Application, 2. Such on, 3. this Application for Payment
PAYMENT DUE			170.7	Joint	of the annount of vyork	completed and payment d payment should not be ma	uo therefor - I I O
BALANCE TO COMPLETION (Line 3 Minus Line 6)		\$143,375.00		ertified Amo	or no reason willy	payment should not be ma	de. Date:
SUMMARY OF CHANGE ORDERS	Additions	Do	ductions (If	the certified	amount is different from	the payment due, you sho	ould attach an explanation. Initial all
Total changes approved in previous months	/ taditions	Dec	GE	ENERAL CON	oriding od to materi the	certified amount.)	and an analysis and an analysi
Total changes approved this month				CHITECT:			Date:
TOTALS	60.00	Williams Spirit	By		Eastles to the second		Date:
NET CHANGES	\$0.00 \$0.00	\$	0.00 Ne	ide only to Co	ontractor, and is without	oplied for herein is assigna	ble or negotiable. Payment shall be Owner or Contractor under the Contract
	Ψ0.00		Do	cuments or o	therwise.	prejudice to any rights of	Owner or Contractor under the Contract

Payment application containing Contractor's signature is attached.

APPLICATION # DATE OF APPLICATION 11/24/2020 PERIOD THRU

TEM # WORK DESCRIPTION SCHEDULED SCHEDULED AMOUNT AMOUNT AMOUNT THIS PERIOD N DATE DATE COMPLETED WORK AMOUNT THIS PERIOD N DATE COMPLETED WORK STORED AMOUNT THIS PERIOD N D OR E) STORED AMOUNT THIS PERIOD N D OR E) STORED COMPLETED COMPLETED	Α	В	С	D	E	F		5	SUBCONTRACT #	4
materials purchased and labor S					TED WORK	F	G		Н	1 6
materials purchased and labor S	#	WORK DESCRIPTION	AMOUNT	AMOUNT PREVIOUS PERIODS	AMOUNT THIS PERIOD	MATERIALS (NOT	COMPLETED AND STORED	COMPLETE	COMPLETION	RETAINAGE
SUB-101ALS \$ \$ \$ \$ \$ \$ \$ \$ \$ \$	02 03 04 05 06 07 08 09 10 11 12 13 14	materials purchased and labor materials purchased and labor		\$ -	\$	\$ 75,000.00 \$ 30,000.00	\$ 41,250.00 \$ 75,000.00 \$ 30,000.00 \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ -		\$ 158,750.00 \$ (30,000.00) \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ -	\$ 7,500.00
		SUB-TOTALS	\$	- \$	- \$				362,500.00 \$	

PAYMENT APPLICATION Doc 134 Filed 10/15/25 Entered 10/15/25 14:13:57 Desc Main Document Page 46 of 87

Parkside Place LLC 1405 1st. Ave. N Fargo, ND 58102 FROM: Kloos Electric	PROJECT:	Parkside I 8 2nd St Watertown, S	NE	Application # Period Start Period End Application Date Subcontract #:	2/10/2021	Distribution To: Owner Accounting Architect
311 27th St. NW Watertown, SD 57201		VIA CONTRUCTIO	N MANACE	Date of Contract	11/24/2020	Owner's Rep.
FOR:		VIA ARCHITECT:	IN MANAGE		vail, LLC Stroh Architect	
CONTRACTORS SUMMARY OF WO Application is made for payment as shown below. Continuation Page is Attached 1 CONTRACT AMOUNT	ORK	\$ 275,000.00	(1) the Work Contractor u	has been performed as nder the Contract have I	required in the Contract Deen used to pay Contract	erning the payment herein applied for, that: Documents, (2) all sums previously paid to or's cost for labor, materials and other d (3) Contractor is legally entilted to this
2 SUM OF ALL CHANGE ORDERS	_	\$0.00	CONTRACT	OR: / Kloo	s Electric	
3 CURRENT CONTRACT AMOUNT (Line 1 + Line	2)	\$275,000.00	Ву:	Mut he		Date: 2-10-21
4 TOTAL COMPLETED AND STORED (Column G on Continuation Page)	,_	\$ 116,250.00				
5 RETAINAGE: a. 5% of completed work (Columns D+E on Continuation Page) b. 10% of Material Stored (Column F on Continuation Page) Total Retainage (Line 5a + 5b or column I on Continuation Page)	\$ 11,625.0	90 \$11,625.00				
6 TOTAL COMPLETED AND STORED LESS RETAINA	GE _	\$104,625.00	Certifica	ation Requir	red Not Requ	uired
(Line 4 Minus Line 5 Total) 7 LESS PREVIOUS PAYMENT APPLICATIONS (Line 6 from Prior Application)	1		payment here work has bee	in applied for, that: 1. Ti n completed to the exter	hey haveinspected the Wo nt indicated in this applicat	their assurance to Owner, concerning the ork represented by this Application, 2. Such ion, 3. this Application for Payment
8 PAYMENT DUE	9	67,500.00	accurately sta and Architect	tes the amount of Work know of no reason why	completed and payment of payment should not be ma	due therefor, and 4. Construction Manager
9 BALANCE TO COMPLETION (Line 3 Minus Line 6)	\$ 158,750.0		Certified Am			Date:
	ditions	Deductions	(If the certified	amount is different from	m the payment due, you sh	nould attach an explanation. Initial all
Total changes approved in previous months			ngures that ar GENERAL CO By:	e changed to match the ONTRACTOR:	селлеа атоипт.)	Date
			ARCHITECT:			Date:
Total changes approved this month			By:	mliantian na		Date:
	0.00		made only to 0 Documents or	Contractor, and is withou	ut prejudice to any rights of	able or negotiable. Payment shall be f Owner or Contractor under the Contract

CONTINUATION PAGE

Payment application containing Contractor's signature is attached.

APPLICATION # DATE OF APPLICATION 11/24/2020

> **PERIOD THRU** SUBCONTRACT#

A В C D E F G H AINAGE BANIA COMPLETED WORK TOTAL STORED PERCENT **BALANCE TO** ITEM SCHEDULED **AMOUNT** COMPLETED WORK DESCRIPTION MATERIALS (NOT **AMOUNT** COMPLETE RETAINAGE COMPLETION # **AMOUNT PREVIOUS** AND STORED THIS PERIOD IN D OR E) (G/C) (C-G) **PERIODS** (D+E+F) Down payment 275,000.00 \$ \$ 41,250.00 \$ 41,250.00 15% 233,750.00 \$ 02 Material purchase and Labor \$ 233,750.00 \$ 75,000.00 \$ 75,000.00 32% \$ 158,750.00 \$ 7,500.00 03 \$ 04 \$ \$ \$ -05 \$ \$ -06 \$ \$ \$ _ 07 \$ \$ -80 \$ 09 \$ -10 \$ -11 \$ -12 \$ \$ \$ 13 \$ \$ -14 \$ \$ \$ -15 \$ \$ \$ 16 \$ \$ -17 \$ \$ \$ -18 \$ \$ 19 \$ \$ -20 \$ \$ \$ 21 \$ \$ -22 \$ \$ -23 \$ \$ -24 \$ \$ 25 \$ \$ -26 \$ \$ -27 \$ \$ 28 \$ \$ -29 \$ \$ \$ -30 \$ 31 \$ -32 \$ -33 \$ \$ 34 \$ \$ -35 \$ \$ 36 \$ \$ 37 \$ \$ 38 \$ \$ SUB-TOTALS \$ \$ \$ 116,250.00 \$ 116,250.00 0% \$ 158,750.00 \$ 11,625.00

Case 25-30004 Doc 134 Filed 10/15/25 Entered 10/15/25 14:13:57 Desc Main Document Page 48 of 87

TO:	Parkside Place LLC	PROJECT:	Parkside F	Place	Application #	1	Distribution To:
	1405 1st. Ave. N		8 2nd St		Period Start		✓ Owner
107	Fargo, ND 58102		Watertown, S	SD 57201	Period End		Accounting
EDOLS:	Mara Flantia				Application Date		Architect
FROM:	Kloos Electric 311 27th St. NW				Subcontract #:		Owner's Rep.
	Watertown, SD 57201				Date of Contract	11/24/2020	
	Watertown, OD 07201	VI	A CONTRUCTIO	ON MANAGEI	D.	Prevail, LLC	
FOR:		VIA	A ARCHITECT:			TL Stroh Architect	
CONTRA	CTORS SUMMARY OF WORK	(Contractor's	signature below is	his assurance to Owner	r, concerning the payment herein applied for, that:
■ 1 25 25 1	nade for payment as shown below.			(1) the Work	has been performe	ed as required in the Cor	entract Documents, (2) all sums previously paid to
Continuation Pa	ige is Attached			Contractor un	nder the Contract ha	have been used to pay C	Contractor's cost for labor, materials and other
1 CONTRACT	AMOUNT	\$	275,000.00		nder the Contract to	or Work previously paid	for, and (3) Contractor is legally entitled to this
			210,000.00				· • • • • • • • • • • • • • • • • • • •
2 SUM OF ALL	L CHANGE ORDERS	_	\$0.00	CONTRACTO	DR:	Kloos Electric	
3 CURRENT C	CONTRACT AMOUNT (Line 1 + Line 2)	_	\$275,000.00	Ву:	Mull	15	Date: 11-24-20
70.5 to 10.00	PLETED AND STORED n Continuation Page)		41,250.00				
b. 10% of M (Column F	D+E on Continuation Page) \$	4,125.00	<u>-</u>				
	on Continuation Page)		\$4,125.00				
6 TOTAL COMF (Line 4 Minus	PLETED AND STORED LESS RETAINAGE		\$37,125.00	Certifica			Not Required
S. 11	in the Air		AND REPORTS TO SERVICE	The construct	ion Manager and A	Architect's signatures be	elow are their assurance to Owner, concerning the I the Work represented by this Application, 2. Such
	OUS PAYMENT APPLICATIONS Prior Application)			work has beer	n completed to the	extent indicated in this a	application, 3. this Application for Payment
8 PAYMENT DU	(0,0)		\$37,125.00	accurately sta	ates the amount of \	Work completed and pa why payment should no	ayment due therefor, and 4. Construction Manager
9 BALANCE TO		\$237,875.00		Certified Amo		Wily payment should no	
(Line 3 Minus		ψεσι,σισ.σσ	-		ATTER PROPERTY.		Date:
SUMMARY	OF CHANGE ORDER: Addition	ns	Deductions	(If the certified figures that ar	I amount is different te changed to matc	nt from the payment due th the certified amount.)	e, you should attach an explanation. Initial all
	s approved in previous			GENERAL CO		W. N.C. Street, Street	
months				Ву:			Date:
Total changes	s approved this month		CONTRACTOR OF THE PARTY OF	ARCHITECT:			5-4-5
Total changes		A CONTRACTOR OF MANAGEMENT AND		By: Neither this An	polication nor payr	cont applied for barein is	Date: s assignable or negotiable. Payment shall be
 	TOTALS \$0.00 NET CHANGES \$0.00		\$0.00	made only to	Contractor, and is v	without prejudice to any	s assignable or negotiable. Payment shall be rights of Owner or Contractor under the Contract
	NET CHANGES \$0.00		/	Documents or	otherwise.		

APPLICATION # DATE OF APPLICATION

PERIOD THRU

11/24/2020

Payment application containing Contractor's signature is attached.

							S	UBCONTRACT#	
Α	В	С	D	E	F	G		H	
			COMPLE	TED WORK	STORED	TOTAL	PERCENT	BALANCE TO	
ITEM #	WORK DESCRIPTION	SCHEDULED AMOUNT	AMOUNT PREVIOUS		MATERIALS (NOT	COMPLETED AND STORED	COMPLETE	COMPLETION	RETAINAGE
			PERIODS	THIS PERIOD		(D+E+F)	(G/C)	(C-G)	_
	Down payment	\$ 275,000.00	\$ -	\$ -	\$ 41,250.00	\$ 41,250.00	15%	\$ 233,750.00	\$ 4,125.00
02						\$ -		\$ -	
04						\$ -		\$ - \$ -	
05						\$ -		\$ -	
06						\$ -		\$ -	
07						\$ -		\$ -	
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37						\$ -		s -	
38						\$ -		\$ -	
	SUB-TOTALS	\$ 275,000.00	\$ -	\$ -		\$ 41,250.00	15%		\$ 4,125.00



KLOOS ELECTRIC LLC.

311 27th St. NW Watertown, SD 57201 klooselectric@outlook.com

Estimate:	Parkside Place
-----------	----------------

Date:

11/23/2020

Wire new 36 plex apartment building with parking garage per engineered specs. (Nothing to commercial units at this time.)

2	800A 120V-208V three phase service
1	Elevator with 175A three phase service disconnect with shunt trip
1	400A three phase house meter
1	200A sub panel off of house meter
36	150A panels for apartments
1	Electrical State wiring certificate
1	Fire alarm system.
1	16 channel camera system
1	Keypad for west door entry system

Parking garage to include, 29 LED light fixtures, 2 gas furnace hook ups, 2 OH door wiring. Wiring of CO2 sensors.

Apartments will include LED lights, stove, microwave, washer, and dryer. All outlets and lighting to meet NEC guidelines.

Total:

\$ 275,000.00

See additional pages of agreement for additional terms and conditions.

Customer Acknowledges that he/she has read this agreement and its entirety and understands the terms and conditions.

This is your authorization to proceed as outlined above. Acceptance signed by:		11-23-20
Printed Name: Tasse Chan	_ Date: _	-

When both parties sign this proposal, this instrument constitutes as a legal and binding contract between parties.



KLOOS ELECTRIC LLC.

311 27th St. NW Watertown, SD 57201 klooselectric@outlook.com

Estimate:	Parksid	de P	lace
-----------	---------	------	------

Date: 11/23/2020

Wire new 36 plex apartment building with parking garage per engineered specs. (Nothing to commercial units at this time.)

2	800A 120V-208V three phase service
1	Elevator with 175A three phase service disconnect with shunt trip
1	400A three phase house meter
1	200A sub panel off of house meter
36	150A panels for apartments
1	Electrical State wiring certificate
1	Fire alarm system.
1	16 channel camera system
1	Keypad for west door entry system

Parking garage to include, 29 LED light fixtures, 2 gas furnace hook ups, 2 OH door wiring. Wiring of CO2 sensors.

Apartments will include LED lights, stove, microwave, washer, and dryer. All outlets and lighting to meet NEC guidelines.

Total: \$ 275,000.00

See additional pages of agreement for additional terms and conditions.

Customer Acknowledges that he/she has read this agreement and its entirety and understands the terms and conditions.

This is your authorization to proceed as out	lined above.	
Acceptance signed by:	Date:	
Printed Name:		

When both parties sign this proposal, this instrument constitutes as a legal and binding contract between parties.



KLOOS ELECTRIC

3112

Watertowr klooselectric@o

Estimate: Parkside Place

Date:

10/26/2020

Wire new 36 plex apartment building with parking garage per engineered specs. (Nothing to commercial units at this time.)

2	800A 120V-208V three phase service
1	Elevator with 175A three phase service disconnect with shunt trip
1	400A three phase house meter
1	200A sub panel off of house meter
36	150A panels for apartments
1	Electrical State wiring certificate
1	Fire alarm system with area of refuge call stations.
1	16 channel camera system
5	Keypads for door entry system

Parking garage to include, 29 LED light fixtures, 6 gas furnace hook ups, 2 OH door wiring. Wiring of CO2 sensors.

Apartments will include LED lights, stove, microwave, washer, and dryer. All outlets and lighting to meet NEC guidelines.

Total: \$ 275,000.00

See additional pages of agreement for additional terms and conditions.

Customer Acknowledges that he/she has read this agreement and its entirety and understands the and conditions.

This is your authorization to proceed as outlined a	above.	
Acceptance signed by:	Date:	
Printed Name:		

When both parties sign this proposal, this instrument constitutes as a legal and binding contibetween parties.



311 27th St. NW Watertown, SD 57201 (605)881-5859 klooselectric@outlook.com

Kloos Electric LLC.

Engineer notes and changes.

- Remove motion switches/sensors for all hall, common areas, janitor closets, and apartment laundry room.
- Remove ceiling fan switch control for all apartments.
- Remove wall sconce by all apartment doors.
- Remove hall and stairwell baseboard heaters.
- · Add unit heater in both stairwells.
- Remove "Area of Refuge"
- Remove TV and outlets in high locations of bedrooms and living rooms in apartments.
- Replace smoke and carbon combination smoke detectors with smoke only detectors.
- Replace USB outlets in all bedrooms with outlet.
- Remove garbage disposal outlet, switch, and circuit.
- Replace bathroom fan forced heater with 208V 3' baseboard heater.
- 2 Cts indining room - 2 Cts in Living room 1- 8' BB in Hall on 2.3+4. e eliminate door keypad

Signed:		
Date:	11-23-20	
ard Floo	or mez. 2 wallpack	

Case 25-30004 Doc 134 Filed 10/15/25 Entered 10/15/25 14:13:57 Desc Main Document Page 54 of 87

Kloos Electric LLC

311 27th St. NW Watertown, SD 57201-2416 US (605) 881-5859 klooselectric@outlook.com



INVOICE

BILL TO

Jesse Craig Craig Properties 1405 1st Ave N Fargo, ND 58102 INVOICE DATE TERMS

1525 11/19/2021 Net 15 12/04/2021

DATE	ACTIVITY	QTY	RATE	AMOUNT
01/12/2021	Retainage New 36 unit apartment (parkside)	0	0.00	5,000.00

BALANCE DUE

\$5,000.00

Filed 10/15/25 Entered 10/15/25 14:13:57 Desc Main Case 25-30004 Doc 134 Document Page 55 of 87

Kloos Electric LLC

311 27th St. NW Watertown, SD 57201-2416 US +16058815859 klooselectric@outlook.com



INVOICE

BILL TO

Jesse Craig Craig Properties 1405 1st Ave N Fargo, ND 58102 INVOICE DATE TERMS

DUE DATE

1498 07/26/2021 Net 15 08/10/2021

DATE	ACTIVITY	STATE OF THE OTHER PROPERTY.	
01/12/2021	Motoriale	QTY RATE	AMOUNT
3 11 12/2021	Materials New 36 plex apartment building	0	57,375.01
		PAYMENT	57,375.01
		BALANCE DUE	\$0.00 PAID

Case 25-30004 Doc 134 Filed 10/15/25 Entered 10/15/25 14:13:57 Desc Main Document Page 56 of 87

Kloos Electric LLC

311 27th St. NW Watertown, SD 57201-2416 US +16058815859 klooselectric@outlook.com



PAID

INVOICE

BILL TO

Jesse Craig Craig Properties 1405 1st Ave N Fargo, ND 58102 INVOICE

1493

DATE TERMS DUE DATE

04/18/2021 Net 30 05/18/2021

DATE	ACTIVITY	QTY	RATE	AMOUNT
01/12/2021	Materials New 36 plex apartment building	0		81,000.00
		PAYMENT		81,000.00
		BALANCE DUE		\$0.00

Case 25-30004 Doc 134 Filed 10/15/25 Entered 10/15/25 14:13:57 Desc Main Document Page 57 of 87

Kloos Electric LLC

311 27th St. NW Watertown, SD 57201-2416 US +16058815859 klooselectric@outlook.com



INVOICE

BILL TO

Jesse Craig Craig Properties 1405 1st Ave N Fargo, ND 58102 INVOICE DATE TERMS

DUE DATE

1492 03/30/2021 Net 15 04/14/2021

DATE ACTIVITY QTY RATE AMOUNT

01/12/2021 Materials
New 36 plex apartment building 27,000.00

PAYMENT 27,000,00

BALANCE DUE

PAID

\$0.00

Case 25-30004 Doc 134 Filed 10/15/25 Entered 10/15/25 14:13:57 Desc Main Document Page 58 of 87

Kloos Electric LLC

311 27th St. NW

Watertown, SD 57201-2416 US

+16058815859

klooselectric@outlook.com



INVOICE

BILL TO

Jesse Craig Craig Properties 1405 1st Ave N Fargo, ND 58102 INVOICE

DATE TERMS 1491 03/16/2021

TERMS Net 15
DUE DATE 03/31/2021

DATE	ACTIVITY	QTY	RATE	AMOUNT
01/12/2021	Materials New 36 plex apartment building			67,499.99
		PAYMENT		67,499.99
		BALANCE DUE		\$0.00 PAID

Case 25-30004 Doc 134 Filed 10/15/25 Entered 10/15/25 14:13:57 Desc Main Document Page 59 of 87

Kloos Electric LLC

311 27th St. NW Watertown, SD 57201-2416 US +16058815859 klooselectric@outlook.com



INVOICE

BILL TO

Jesse Craig Craig Properties 1405 1st Ave N Fargo, ND 58102 INVOICE DATE TERMS

DUE DATE

1484 01/01/2021 Net 15 01/16/2021

DATE	ACTIVITY	QTY	RATE	AMOUNT
	Materials New 36 plex apartment building	0		37,125.00
		PAYMENT		37,125.00
		BALANCE DUE		\$0.00

Case 25-30004 Doc 134 Filed 10/15/25 Entered 10/15/25 14:13:57 Desc Main Document Page 60 of 87

Kloos Electric LLC

Type Money received		Status All statuses	Delivery Method		Date All	Customer All
Date Type 1/3/22 Payment 9/14/21 Payment 5/28/21 Payment 4/28/21 Payment 3/16/21 Payment 1/21/21 Payment	No. 39165 38525 37879 37684	From / To Jesse Craig:Parkside Place Jesse Craig:Parkside Place Jesse Craig:Parkside Place Jesse Craig:Parkside Place Jesse Craig:Parkside Place Jesse Craig:Parkside Place		Memo	\$57,375 \$81,000 \$27,000 \$67,500	Status .00 Closed .00 Closed .00 Closed .00 Closed .00 Closed .00 Closed

1-6 of 6

WAIVER OF LIEN

SD20297500

TO WHOM IT MAY CONCERN AND TO Watertown Development Company and First Dakota Title - Watertown

For good and valuable consideration, receipt of which is hereby acknowledged, the undersigned hereby waives and releases any and all mechanics' liens, claims or rights of liens and all rights acquired by the undersigned to file mechanics' liens or claims on account of labor or services performed at or materials furnished or delivered to the real property below described, or any building, construction, or improvement thereon by the undersigned, and any right to claim any lien priority as of any date prior to the date hereof upon the real property situated in the County of Codington, State of South Dakota described as:

Lots 15 and 16 in Block 2 of the Original Plat of the City of Watertown, Codington County, South Dakota, according to the recorded plat thereof.

8 2nd Street Northeast, Watertown, SD 57201

Dated this 28 day of April	,21.
AMOUNT: \$ 27,000	Paid to: Kloos Electric
FULL	Mulha
PARTIAL	By: Rick Kloos Its: owner Address: 311 27 +h St Nu
	Phone Number: 605-881-5859

PLEASE SIGN AND RETURN TO:

Craig Development, LLC 1405 1st Avenue North Fargo, ND 58102

Exhibit D

Kloos Electric LLC

Lofts Project
Payment Applications
Estimate and Invoices
Payment Records

PAYMENT APPLICATION	25-30004 Do		5/25 Entered 10/15/25	5 14:13:57 Desc Main	
TO: The Lofts LLC 1405 1st Ave N. Fargo, ND 58102 FROM: Kloos Electric 311 27th St. NW Watertown, SD 57201	PROJ	Watertown M. 10 N. Broa. Watertown, S VIA CONTRUCTIO	D 57201 Period End Application Date Subcontract #: Date of Contract	1 12/13/2020 revail, LLC	Distribution To: Owner Accounting Architect Owner's Rep.
FOR:		VIA ARCHITECT:			
CONTRACTORS SUMMARY C	F WORK		Contractor's signature below is his	assurance to Owner, concerning	the payment herein applied for, that:
Application is made for payment as shown below Continuation Page is Attached	ν.		(1) the Work has been performed Contractor under the Contract has	as required in the Contract Docum re been used to pay Contractor's co Work previously paid for, and (3) C	ents, (2) all sums previously paid to cost for labor, materials and other
1 CONTRACT AMOUNT		\$ 242,819.20	payment.		•
2 SUM OF ALL CHANGE ORDERS		\$5,000.00	CONTRACTOR: K	loos Electric	Ī
3 CURRENT CONTRACT AMOUNT (Line	1 + Line 2)	\$247,819.20	By: that h	5	Date: 12-13-20
4 TOTAL COMPLETED AND STORED (Column G on Continuation Page)		\$ 247,819.20			, 0
5 RETAINAGE: a. 5% of completed work (Columns D+E on Continuation Page) b. 10% of Material Stored (Column F on Continuation Page) Total Retainage (Line 5a + 5b or column I on Continuation Page)	\$				
6 TOTAL COMPLETED AND STORED LESS	RETAINAGE	\$247,819.20	Certification Re	quired Not Required	
(Line 4 Minus Line 5 Total) 7 LESS PREVIOUS PAYMENT APPLICATION (Line 6 from Prior Application)		\$ 237,819.20	payment herein applied for, that:	 They haveinspected the Work re extent indicated in this application, 	assurance to Owner, concerning the presented by this Application, 2. Such 3. this Application for Payment herefor, and 4. Construction Manager
8 PAYMENT DUE		\$10,000.00	and Architect know of no reason v	why payment should not be made.	
9 BALANCE TO COMPLETION		\$0.00	Certified Amount		Date:
(Line 3 Minus Line 6)		D-J-f	(If the certified amount is different	from the payment due, you should	l attach an explanation. Initial all
SUMMARY OF CHANGE ORDERS	Additions	Deductions	figures that are changed to match GENERAL CONTRACTOR:	i ille certilled amount.)	
Total changes approved in previous months	\$5,000.00		Ву:		Date:
			ARCHITECT:		Date
Total changes approved this month			By:	ent applied for herein is assignable	Date: or negotiable. Payment shall be
TOTALS	\$5,000.00	\$0.00	made only to Contractor, and is w	vithout prejudice to any rights of Ow	ner or Contractor under the Contract
NET CHANGES	\$5,000.00		Documents or otherwise.		Dana 4

Document Page 64 of 87

APPLICATION #

DATE OF APPLICATION

11/24/2020

Payment application containing Contractor's signature is attached.

PERIOD THRU SUBCONTRACT#

Α	В	С	D	E	F	G		Н	1 4
ITEM #	WORK DESCRIPTION	SCHEDULED AMOUNT	AMOUNT PREVIOUS PERIODS	ED WORK AMOUNT THIS PERIOD		TOTAL COMPLETED AND STORED (D+E+F)	PERCENT COMPLETE (G/C)	(C-G)	RETAINAGE BOOK
02 03 04 05 06 07 08 09 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25 26 27 28 29 30 31 32 33 34	Final payment request	\$ 247,819.20	\$ 237,819.20	\$ -	\$ 10,000.00	\$ 247,819.20 \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ - \$ -	#DIV/0! #DIV/0! #DIV/0! #DIV/0! #DIV/0! #DIV/0! #DIV/0!	*************************	RETAINAGE ## *** * - 488-Kloos Electric SD Subboena 06
35 36						\$ - \$ -		\$ - \$ -	
37 38						\$ -		\$ -	
38	SUB-TOTALS	\$ 247,819.20	\$237,819.20	\$ -	\$ 10,000.00		100%	\$ -	\$ -

APPLICATION AND CERTIFIC AIA DOCUMENT G702/CMa	CATE FOR PAYMENT	CONSTRUCTION MAN	AGER-ADVISER EDITION PAGE ONE OF PAGES
TO OWNER: The Lofts LLC 1405 1st Ave N Fargo, ND 58102	PROJECT: Watertown Mixed Use 10 North Broadway Street Watertown, South Dakota	APPLICATION NO: PERIOD TO: PROJECT NO: 19030	Distribution to: OWNER CONSTRUCTION MANAGER
FROM CONTRACTOR:		CONTRACT DATE: 11/	ARCHITECT CONTRACTOR
BID PACKAGE NO.	VIA CONSTRUCTION MANAGER VIA ARCHITECT:	Heilman Homes, Inc. Mutchler Bartram Architects, P.C.	
Application is made for payment, as shown below, in Continuation Sheet, AIA Document G703, is attached 1. ORIGINAL CONTRACT SUM 2. Net change by Change Orders 3. CONTRACT SUM TO DATE (Line 1 ± 2) 4. TOTAL COMPLETED & STORED TO DATE (Column G on G703) 5. RETAINAGE: a. % of Completed Work (Column D + E on G703) b. % of Stored Material (Column F on G703) Total Retainage (Lines 5a + 5b or	s 242.819.20 \$ 5,000.00 \$ 247.819.20	The undersigned Contractor certifies that to information and belief the Work covered by completed in accordance with the Contract I by the Contractor for Work for which previo payments received from the Owner, and that CONTRACTOR: Kloos Ele By: State of: Subscribed and sworn to before me this Notary Public: My Commission expires:	this Application for Payment has been Documents, that all amounts have been paid ous Certificates for Payment were issued and current payment shown herein is now due. Date: 8-28-20 County of: day of
Total in Column I of G703) 6. TOTAL EARNED LESS RETAINAGE (Line 4 less Line 5 Total) 7. LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate) 8. CURRENT PAYMENT DUE 9. BALANCE TO FINISH, INCLUDING RETAINAGE (Line 3 less Line 6) CHANGE ORDER SUMMARY	-	In accordance with the Contract Documents, comprising this application, the Construction Owner that to the best of their knowledge, in progressed as indicated, the quality of the Wo Documents, and the Contractor is entitled to part of the Mount Certified	based on on-site observations and the data Manager and Architect certify to the aformation and belief the Work has ork is in accordance with the Contract payment of the AMOUNT CERTIFIED.
Total changes approved in previous months by Owner	ADDITIONS DEDUCTIONS	(Attach explanation if amount certified differ figures on this Application and on the Contin amount certified.) CONSTRUCTION MANAGER:	s from the amount applied for. Initial all nuation Sheet that changed to conform to the
Total approved this Month	5,000	By: ARCHITECT:	Date:
TOTALS NET CHANGES by Change Order		By: This Certificate is not negotiable. The AMOU	Date:

AIA DOCUMENT G703

PAGE OF PAGES

AIA Document G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing Contractor's signed certification is attached.

APPLICATION NO: APPLICATION DATE:

In tabulations below, amounts are stated to the nearest dollar.

PERIOD TO:

Use Column I on Contracts where variable retainage for line items may apply.

ARCHITECT'S PROJECT NO: 19030

A	В	C	D	Е	F	T is			
ITEM	DESCRIPTION OF WORK	SCHEDULED	WORK COM	MPLETED	MATERIALS	TOTAL	0/	Н	I RETAINAGE
NO.		VALUE	FROM PREVIOUS APPLICATION (D + E)	THIS PERIOD	PRESENTLY STORED (NOT IN D OR E)	COMPLETED AND STORED TO DATE (D+E+F)	% (G ÷ C)	BALANCE TO FINISH (C - G)	(IF VARIABLE RATE)
	Change order	5,000							·
+	GRAND TOTALS								

Users may obtain validation of this document by requesting of the license a completed AIA Document D401 - Certification of Document's Authenticity

APPLICATION AND CERTIFIC AIA DOCUMENT G702/CMa	CATE FOR PAYMENT	CONSTRUCTION MANAGER-ADVISER EDITION PAGE ONE OF PAGES
TO OWNER:	PROJECT:	APPLICATION NO: Distribution to:
The Lofts LLC	Watertown Mixed Use	OWNER
1405 1st Ave N	10 North Broadway Street	PERIOD TO:CONSTRUCTION
Fargo, ND 58102	Watertown, South Dakota	PROJECT NO: 19030 MANAGER
FROM CONTRACTOR:		ARCHITECT
		CONTRACT DATE: 11/25/2019 CONTRACTOR
	VIA CONSTRUCTION MANAGER:	Heilman Homes, Inc.
BID PACKAGE NO.	VIA ARCHITECT:	Mutchler Bartram Architects, P.C.
CONTRACTOR'S APPLICATION Application is made for payment, as shown below, in Continuation Sheet, AIA Document G703, is attached	connection with the Contract.	The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.
 ORIGINAL CONTRACT SUM Net change by Change Orders CONTRACT SUM TO DATE (Line 1 ± 2) TOTAL COMPLETED & STORED TO DATE (Column G on G703) RETAINAGE: a. % of Completed Work (Column D + E on G703) b. % of Stored Material (Column F on G703) Total Retainage (Lines 5a + 5b or 	\$ 242,819.20 \$ 7,121.37 \$ 249,940.57	CONTRACTOR: Kloos Electric By: Date: 8-28-27 State of: County of: Subscribed and sworn to before me this Notary Public: My Commission expires:
Total in Column I of G703)	\$	CERTIFICATE FOR PAYMENT
 TOTAL EARNED LESS RETAINAGE (Line 4 less Line 5 Total) LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate) CURRENT PAYMENT DUE 	\$ 31,879.46 \$ 39.001.2	In accordance with the Contract Documents, based on on-site observations and the data comprising this application, the Construction Manager and Architect certify to the Owner that to the best of their knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.
 BALANCE TO FINISH, INCLUDING RETAINA (Line 3 less Line 6) 	.GE \$	AMOUNT CERTIFIED \$
CHANGE ORDER SUMMARY	ADDITIONS DEDUCTIONS	(Attach explanation if amount certified differs from the amount applied for. Initial all
Total changes approved in previous months by Owner		figures on this Application and on the Continuation Sheet that changed to conform to the amount certified.)
	7, 121,37	CONSTRUCTION MANAGER:
Total approved this Month	17	By: Date:
	7 /2/37	ARCHITECT:
TOTALS	7,121,37	By: Date:
NET CHANGES by Change Order		This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the
		Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

AIA DOCUMENT G703

PAGE OF PAGES

poena 065**8**

AIA Document G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing Contractor's signed certification is attached.

APPLICATION NO: APPLICATION DATE:

In tabulations below, amounts are stated to the nearest dollar.

PERIOD TO:

Use Column I on Contracts where variable retainage for line items may apply.

ARCHITECT'S PROJECT NO: 19030

A	В	С	D	Е	F	G		Н	1 9
NO.	DESCRIPTION OF WORK	SCHEDULED VALUE	WORK CON FROM PREVIOUS APPLICATION (D+E)	4PLETED THIS PERIOD	MATERIALS PRESENTLY STORED (NOT IN D OR E)	TOTAL COMPLETED AND STORED TO DATE (D+E+F)	% (G÷C)	BALANCE TO FINISH (C - G)	RETAINAGEO (IF VARIABLE RATE) OO
1	upgrade From dial thermostat to digital	[‡] 571.01							RRSB-Kloos Electric
2	Elavator sized changed From 150A (bid) to 250A actual	4,17,61							RRSB-
3	Temp power to run Elavator - Could not do permanent power because back fill was not complete	\$1.402.88							
4	final payment								
	GRAND TOTALS								

Users may obtain validation of this document by requesting of the license a completed AIA Document D401 - Certification of Document's Authenticity

APPLICATION AND CERTIFIC	CATE FOR PAYMENT	CONSTRUCTION MANAGER-ADVISER EDITION			
AIA DOCUMENT G702/CMa		PAGE ONE OF PAGES	3		
TO OWNER:	PROJECT:	APPLICATION NO: Distribution to:			
The Lofts LLC	Watertown Mixed Use	OWNER			
1405 1st Ave N	10 North Broadway Street	PERIOD TO:CONSTRUCT	ION		
Fargo, ND 58102	Watertown, South Dakota	PROJECT NO: 19030 MANAGER			
FROM CONTRACTOR:		ARCHITECT			
		CONTRACT DATE: 11/25/2019 CONTRACTO	R		
	VIA CONSTRUCTION MANAGER:	Heilman Homes, Inc.			
BID PACKAGE NO.	VIA ARCHITECT:	Mutchler Bartram Architects, P.C.			
CONTRACTOR'S APPLICATI Application is made for payment, as shown below, in Continuation Sheet, AIA Document G703, is attached. 1. ORIGINAL CONTRACT SUM	connection with the Contract.	The undersigned Contractor certifies that to the best of the Contractor's knowledge information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been by the Contractor for Work for which previous Certificates for Payment were issue payments received from the Owner, and that current payment shown herein is now	n n paid ed and		
 Net change by Change Orders CONTRACT SUM TO DATE (Line 1 ± 2) TOTAL COMPLETED & STORED TO DATE (Column G on G703) RETAINAGE: 	\$ 0 \$ 242.819.20	CONTRACTOR: Kloos Electric By: Bull Date: 7-23	-2		
a. % of Completed Work (Column D + E on G703) b. % of Stored Material (Column F on G703) Total Retainage (Lines 5a + 5b or		State of: Subscribed and sworn to before me this Notary Public: My Commission expires:			
Total in Column I of G703)	\$	CERTIFICATE FOR PAYMENT			
 TOTAL EARNED LESS RETAINAGE (Line 4 less Line 5 Total) LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate) CURRENT PAYMENT DUE BALANCE TO FINISH, INCLUDING RETAINA (Line 3 less Line 6) 	\$ 90,939.79 \$ 60,000 30,939.79	In accordance with the Contract Documents, based on on-site observations and the comprising this application, the Construction Manager and Architect certify to the Owner that to the best of their knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIE AMOUNT CERTIFIED			
CHANGE ORDER SUMMARY	ADDITIONS DEDUCTIONS	(Attach explanation if amount certified differs from the amount applied for. Initial	l all		
Total changes approved in previous months by Owner		figures on this Application and on the Continuation Sheet that changed to conform amount certified.)	to the		
		CONSTRUCTION MANAGER:			
Total approved this Month		By: Date:			
		ARCHITECT:			
TOTALS		By: Date:			
NET CHANGES by Change Order		By: Date: This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to t	ho		
		Contractor named herein. Issuance, payment and acceptance of payment are withou prejudice to any rights of the Owner or Contractor under this Contract.	ıt		

AIA DOCUMENT G703

PAGE OF PAGES

ena 0660

AIA Document G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing

APPLICATION NO: APPLICATION DATE:

Contractor's signed certification is attached.

PERIOR TO

In tabulations below, amounts are stated to the nearest dollar.

PERIOD TO:

Use Column I on Contracts where variable retainage for line items may apply.

ARCHITECT'S PROJECT NO: 19030

Α	В	С	D	Е	F	G		Н	ı ö
NO.	DESCRIPTION OF WORK	SCHEDULED VALUE	WORK CON FROM PREVIOUS APPLICATION (D + E)	APLETED THIS PERIOD	MATERIALS PRESENTLY STORED (NOT IN D OR E)	TOTAL COMPLETED AND STORED TO DATE (D+E+F)	% (G ÷ C)	BALANCE TO FINISH (C - G)	I OO RETAINAGEO (IF VARIABLE) OO OO OO OO
	materials (abor	35,000				_			s Electric
									RRSB-Kloos Electric SD
	*								
	GRAND TOTALS	60,000							

Users may obtain validation of this document by requesting of the license a completed AIA Document D401 - Certification of Document's Authenticity

APPLICATION AND CERTIFICATE FOR PAYMENT

CONSTRUCTION MANAGER-ADVISER EDITION

AIA DOCUMENT G702/CMa		PAGE ONE OF PAGES
TO OWNER:	PROJECT:	APPLICATION NO: Distribution to:
The Lofts LLC	Watertown Mixed Use	OWNER
1405 1st Ave N	10 North Broadway Street	PERIOD TO:CONSTRUCTION
Fargo, ND 58102	Watertown, South Dakota	PROJECT NO: 19030 MANAGER
FROM CONTRACTOR:		ARCHITECT
		CONTRACT DATE: 11/25/2019 CONTRACTOR
	VIA CONSTRUCTION MANAGER:	Heilman Homes, Inc.
BID PACKAGE NO.	VIA ARCHITECT:	Mutchler Bartram Architects, P.C.
CONTRACTOR'S APPLICATI Application is made for payment, as shown below, in Continuation Sheet, AIA Document G703, is attached	connection with the Contract.	The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued an payments received from the Owner, and that current payment shown herein is now due
 ORIGINAL CONTRACT SUM Net change by Change Orders CONTRACT SUM TO DATE (Line 1 ± 2) TOTAL COMPLETED & STORED TO DATE (Column G on G703) 	\$ 242,819.20 \$ 0 \$ 242,819.20	CONTRACTOR: Kloos Electric By: Mark Date: 6-23-2
5. RETAINAGE: a. % of Completed Work (Column D + E on G703) b. % of Stored Material (Column F on G703) Total Retainage (Lines 5a + 5b or		State of: Subscribed and sworn to before me this Notary Public: My Commission expires: County of: day of
Total in Column I of G703)	\$	CERTIFICATE FOR PAYMENT
 TOTAL EARNED LESS RETAINAGE (Line 4 less Line 5 Total) LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate) CURRENT PAYMENT DUE BALANCE TO FINISH, INCLUDING RETAINA 	\$ 130,939,74 \$ 49,939,74 \$ 30,000	In accordance with the Contract Documents, based on on-site observations and the data comprising this application, the Construction Manager and Architect certify to the Owner that to the best of their knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.
(Line 3 less Line 6)	90,939171	AMOUNT CERTIFIED \$
CHANGE ORDER SUMMARY	ADDITIONS DEDUCTIONS	(Attach explanation if amount certified differs from the amount applied for. Initial all
Total changes approved in previous months by Owner		figures on this Application and on the Continuation Sheet that changed to conform to to amount certified.) CONSTRUCTION MANAGER:
Total approved this Month		By: Date:
TOTALS		ARCHITECT: By: Date:
NET CHANGES by Change Order		This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the
		Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

AIA DOCUMENT G703

PAGE OF PAGES

AIA Document G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing Contractor's signed certification is attached.

	В	С	D	F	ARCHITECT'S PROJECT NO: 19030				
D.	DESCRIPTION OF WORK	SCHEDULED VALUE	WORK COM FROM PREVIOUS APPLICATION (D + E)	E APLETED THIS PERIOD	MATERIALS PRESENTLY STORED (NOT IN D OR E)	TOTAL COMPLETED AND STORED TO DATE	% (G÷C)	H BALANCE TO FINISH (C - G)	I RETAIN (IF VARL RATI
F	Payroll	10,000			20,000	(D+E+F)			
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APPLICATION AND CERTIF ALA DOCUMENT G702/CMa	IOATETOKPATWENT	CONSTRUCTION MANAGER	
TO OWNER: The Lofts LLC 1405 1st Ave N Fargo, ND 58102 FROM CONTRACTOR:	PROJECT: Watertown Mixed Use 10 North Broadway Street Watertown, South Dakota	APPLICATION NO: PERIOD TO: PROJECT NO: 19030	Distribution to: OWNER CONSTRUCTION MANAGER ARCHITECT
	VII. 60.32	CONTRACT DATE: 11/25/2019	CONTRACTOR
BID PACKAGE NO.	VIA CONSTRUCTION MANAGER: VIA ARCHITECT:	Heilman Homes, Inc. Mutchler Bartram Architects, P.C.	
Application is made for payment, as shown below, in Continuation Sheet, AIA Document G703, is attache ORIGINAL CONTRACT SUM Net change by Change Orders CONTRACT SUM TO DATE (Line 1 ± 2) TOTAL COMPLETED & STORED TO DATE (Column G on G703) RETAINAGE: a. % of Completed Work Column D + E on G703)	connection with the Contract	The undersigned Contractor certifies that to the best information and belief the Work covered by this App completed in accordance with the Contract Documen by the Contractor for Work for which previous Certific payments received from the Owner, and that current payments received from the Owner, and the Owner payments received from the Owner payments	lication for Payment has been ts, that all amounts have been paid icates for Payment were issued and payment shown herein is now due. Date: 5-22-2
b. % of Stored Material \$ (Column F on G703) Total Retainage (Lines 5a + 5b or		Subscribed and sworn to before me this Notary Public: My Commission expires:	day of
Total in Column I of G703) TOTAL EARNED LESS RETAINAGE	\$	CERTIFICATE FOR PAYMENT	
(Line 4 less Line 5 Total) LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate) CURRENT PAYMENT DUE BALANCE TO FINISH, INCLUDING RETAINA (Line 3 less Line 6)	101111111111111111111111111111111111111	In accordance with the Contract Documents, based on comprising this application, the Construction Manager Owner that to the best of their knowledge, information progressed as indicated, the quality of the Work is in a Documents, and the Contractor is entitled to payment of AMOUNT CERTIFIED	and Architect certify to the
CHANGE ORDER SUMMARY Total changes approved in previous months by Owner	ADDITIONS DEDUCTIONS	(Attach explanation if amount certified differs from the figures on this Application and on the Continuation Shamount certified.)	amount applied for. Initial all eet that changed to conform to the
Total approved this Month		CONSTRUCTION MANAGER: By:	
		ARCHITECT:	Date:
TOTALS		Ву:	Data
NET CHANGES by Change Order		This Certificate is not negotiable. The AMOUNT CER	Date:

CONTINUATION SHEET

AIA DOCUMENT G703

PAGE OF PAGES

AIA Document G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing

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	DESCRIPTION OF WORK	SCHEDULED VALUE	WORK COM FROM PREVIOUS APPLICATION (D + E)	THIS PERIOD	MATERIALS PRESENTLY STORED (NOT IN D OR E)	TOTAL COMPLETED AND STORED TO DATE (D+E+F)	% (G÷C)	BALANCE TO FINISH (C - G)	I RETAIN (IF VARI RAT
ma	terials + payroll	20,000			,	(3.2.1)			
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			PAGE ONE OF PAGES
TO OWNER: The Lofts LLC 1405 1st Ave N Fargo, ND 58102 FROM CONTRACTOR:	PROJECT: Watertown Mixed Use 10 North Broadway Street Watertown, South Dakota	APPLICATION NO: PERIOD TO: PROJECT NO: 19030 CONTRACT DATE: 11/25/2019	Distribution to: OWNER CONSTRUCTION MANAGER ARCHITECT
		55. THE THE THE STEET	CONTRACTOR
BID PACKAGE NO.	VIA CONSTRUCTION MANAGER: VIA ARCHITECT:	Heilman Homes, Inc. Mutchler Bartram Architects, P.C.	
Application is made for payment, as shown below, in Continuation Sheet, AIA Document G703, is attached. 1. ORIGINAL CONTRACT SUM 2. Net change by Change Orders 3. CONTRACT SUM TO DATE (Line 1 ± 2) 4. TOTAL COMPLETED & STORED TO DATE (Column G on G703) 5. RETAINAGE: a. % of Completed Work \$ (Column D + E on G703) b. % of Stored Material \$ (Column F on G703) Total Retainage (Lines 5a + 5b or Total in Column I of G703) TOTAL EARNED LESS RETAINAGE (Line 4 less Line 5 Total) LESS PREVIOUS CERTIFICATES FOR	connection with the Contract	Notary Public: My Commission expires: CERTIFICATE FOR PAYMENT In accordance with the Contract Documents, based on a comprising this application, the Construction Manager.	Date: 4-27-2 Date: 4-27-2 On-site observations and the data
PAYMENT (Line 6 from prior Certificate) CURRENT PAYMENT DUE BALANCE TO FINISH, INCLUDING RETAINA (Line 3 less Line 6)	114-55-115	Owner that to the best of their knowledge, information progressed as indicated, the quality of the Work is in ac Documents, and the Contractor is entitled to payment of AMOUNT CERTIFIED	and belief the Work has
CHANGE ORDER SUMMARY Total changes approved in previous months by Owner	ADDITIONS DEDUCTIONS	(Attach explanation if amount certified differs from the figures on this Application and on the Continuation She amount certified.)	amount applied for. Initial all et that changed to conform to th
Total approved this Month		CONSTRUCTION MANAGER: By: ARCHITECT:	Date:
TOTALS		Ву:	
NET CHANGES by Change Order	.,	This Certificate is not negotiable. The AMOUNT CERT	_ Date:

CONTINUATION SHEET

AIA DOCUMENT G703

PAGE OF PAGES

AIA Document G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing Contractor's signed certification is attached.

In tabulations below, amounts are stated to the nearest dollar.

Use Column I on Contracts where variable retainage for line items may apply.

APPLICATION NO:

APPLICATION DATE:

PERIOD TO:

ARCHITECT'S PROJECT NO: 19030

ena 0666

A	В	C	D	Е	F	G		Н	T , 8
NO.	DESCRIPTION OF WORK	SCHEDULED VALUE	WORK COM FROM PREVIOUS APPLICATION (D + E)	PLETED THIS PERIOD	MATERIALS PRESENTLY STORED (NOT IN	TOTAL COMPLETED AND STORED TO DATE	% (G÷C)	BALANCE TO FINISH (C - G)	RETAINAGE (IF VARIABUS RATE)
ŧ	materials Stored	\$20,000			D OR E)	(D+E+F)			RRSB-Kloos Flectric 9
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-	GRAND TOTALS								

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APPLICATION AND CERTIFICATE FOR PAYMENT CONSTRUCTION MANAGER-ADVISER EDITION AIA DOCUMENT G702/CMa PAGE ONE OF PAGES TO OWNER: PROJECT: APPLICATION NO: Distribution to: The Lofts LLC Watertown Mixed Use OWNER 1405 1st Ave N 10 North Broadway Street PERIOD TO: CONSTRUCTION Fargo, ND 58102 Watertown, South Dakota PROJECT NO: 19030 MANAGER FROM CONTRACTOR: ARCHITECT **CONTRACT DATE: 11/25/2019** CONTRACTOR VIA CONSTRUCTION MANAGER: Heilman Homes, Inc. BID PACKAGE NO. VIA ARCHITECT: Mutchler Bartram Architects, P.C. CONTRACTOR'S APPLICATION FOR PAYMENT The undersigned Contractor certifies that to the best of the Contractor's knowledge, Application is made for payment, as shown below, in connection with the Contract. information and belief the Work covered by this Application for Payment has been Continuation Sheet, AIA Document G703, is attached. completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due. 1. ORIGINAL CONTRACT SUM 2. Net change by Change Orders CONTRACTOR: Kloos Electric 3. CONTRACT SUM TO DATE (Line 1 ± 2) 4. TOTAL COMPLETED & STORED TO DATE (Column G on G703) Date: 4-15-20 5. RETAINAGE: % of Completed Work State of: County of: (Column D + E on G703) Subscribed and sworn to before me this day of % of Stored Material Notary Public: (Column F on G703) My Commission expires: Total Retainage (Lines 5a + 5b or Total in Column I of G703) CERTIFICATE FOR PAYMENT 6. TOTAL EARNED LESS RETAINAGE In accordance with the Contract Documents, based on on-site observations and the data (Line 4 less Line 5 Total) comprising this application, the Construction Manager and Architect certify to the 7. LESS PREVIOUS CERTIFICATES FOR Owner that to the best of their knowledge, information and belief the Work has PAYMENT (Line 6 from prior Certificate) progressed as indicated, the quality of the Work is in accordance with the Contract 8. CURRENT PAYMENT DUE Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED. 9. BALANCE TO FINISH, INCLUDING RETAINAGE (Line 3 less Line 6) AMOUNT CERTIFIED CHANGE ORDER SUMMARY ADDITIONS DEDUCTIONS (Attach explanation if amount certified differs from the amount applied for. Initial all Total changes approved figures on this Application and on the Continuation Sheet that changed to conform to the in previous months by Owner amount certified.) CONSTRUCTION MANAGER: Total approved this Month ARCHITECT: TOTALS

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NET CHANGES by Change Order

G702/CMa-1992

Date:

This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without

APPLICATION AND CERTIFICATE FOR PAYMENT CONSTRUCTION MANAGER-ADVISER EDITION AIA DOCUMENT G702/CMa PAGE ONE OF TO OWNER: PAGES PROJECT: APPLICATION NO: 1 The Lofts LLC Distribution to: Watertown Mixed Use 1405 1st Ave N OWNER 10 North Broadway Street PERIOD TO: Fargo, ND 58102 CONSTRUCTION Watertown, South Dakota PROJECT NO: 19030 FROM CONTRACTOR: MANAGER ARCHITECT **CONTRACT DATE: 11/25/2019** CONTRACTOR VIA CONSTRUCTION MANAGER: Heilman Homes, Inc. BID PACKAGE NO. VIA ARCHITECT: CONTRACTOR'S APPLICATION FOR PAYMENT Mutchler Bartram Architects, P.C. The undersigned Contractor certifies that to the best of the Contractor's knowledge, Application is made for payment, as shown below, in connection with the Contract. information and belief the Work covered by this Application for Payment has been Continuation Sheet, AIA Document G703, is attached. completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and 1. ORIGINAL CONTRACT SUM payments received from the Owner, and that current payment shown herein is now due. 2. Net change by Change Orders CONTRACTOR: Kbos Electric 3. CONTRACT SUM TO DATE (Line 1 ± 2) 4. TOTAL COMPLETED & STORED TO DATE (Column G on G703) Date: 3-17-20 5. RETAINAGE: % of Completed Work (Column D + E on G703) State of: County of: Subscribed and sworn to before me this % of Stored Material day of (Column F on G703) Notary Public: Total Retainage (Lines 5a + 5b or My Commission expires: Total in Column I of G703) CERTIFICATE FOR PAYMENT 6. TOTAL EARNED LESS RETAINAGE In accordance with the Contract Documents, based on on-site observations and the data (Line 4 less Line 5 Total) 7. LESS PREVIOUS CERTIFICATES FOR comprising this application, the Construction Manager and Architect certify to the Owner that to the best of their knowledge, information and belief the Work has PAYMENT (Line 6 from prior Certificate) progressed as indicated, the quality of the Work is in accordance with the Contract 8. CURRENT PAYMENT DUE Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED. 9. BALANCE TO FINISH, INCLUDING RETAINAGE \$ (Line 3 less Line 6) CHANGE ORDER SUMMARY AMOUNT CERTIFIED ADDITIONS (Attach explanation if amount certified differs from the amount applied for. Initial all DEDUCTIONS Total changes approved in previous months by Owner figures on this Application and on the Continuation Sheet that changed to conform to the amount certified.) CONSTRUCTION MANAGER: Total approved this Month By: Date: ARCHITECT: TOTALS NET CHANGES by Change Order By: Date:

This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract. AIA DOCUMENT G702/CMa · APPLICATION AND CERTIFICATION FOR PAYMENT · CONSTRUCTION MANAGER-ADVISER EDITION · 1992 EDITION · AIA · ©1992

CONTINUATION SHEET

AIA DOCUMENT G703

PAGE OF PAGES

AIA Document G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing

Contractor's signed certification is attached.

In tabulations below, amounts are stated to the nearest dollar.

Use Column I on Contracts where variable retainage for line items may apply.

APPLICATION NO:

APPLICATION DATE: 3-17-20

PERIOD TO: 3-31-20

ARCHITECT'S PROJECT NO: 19030

A	B DESCRIPTION OF WORK	C	D	Е	F				
NO.	DESCRIPTION OF WORK	SCHEDULED	WORK COM	APLETED E	MATERIALS	G		Н	I
1	Davin Branch	VALUE	FROM PREVIOUS APPLICATION (D + E)	THIS PERIOD	PRESENTLY STORED (NOT IN D OR E)	TOTAL COMPLETED AND STORED TO DATE (D+E+F)	% (G÷C)	BALANCE TO FINISH (C - G)	I RETAIN/ (IF VARIA RATE
1	Down Payment	540,469.87	O	0	0	(2.2.)	0	202,349.33	0
									0
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_	GRAND TOTALS								

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Filed 10/15/25 Entered 10/15/25 14:13:57 Case 25-30004 Doc 134 Desc Main PAYMENT APPLICATION Page 80 of 87 Document The Lofts LLC PROJECT: Watertown Mixed Use Application # Distribution To: 1405 1st Ave N. 10 N. Broadway Period Start Fargo, ND 58102 ✓ Owner Watertown, SD 57201 Period End Accounting **Application Date** FROM: 12/13/2020 Kloos Electric Architect Subcontract #: 311 27th St. NW Owner's Rep. **Date of Contract** Watertown, SD 57201 VIA CONTRUCTION MANAGER: Prevail, LLC FOR: VIA ARCHITECT: CONTRACTORS SUMMARY OF WORK Contractor's signature below is his assurance to Owner, concerning the payment herein applied for, that: Application is made for payment as shown below. (1) the Work has been performed as required in the Contract Documents, (2) all sums previously paid to Continuation Page is Attached Contractor under the Contract have been used to pay Contractor's cost for labor, materials and other obligations under the Contract for Work previously paid for, and (3) Contractor is legally entitled to this 1 CONTRACT AMOUNT 242,819.20 payment. 2 SUM OF ALL CHANGE ORDERS \$5,000.00 CONTRACTOR Kloos Electric 3 CURRENT CONTRACT AMOUNT (Line 1 + Line 2) \$247,819.20 Date: 12-13-20 4 TOTAL COMPLETED AND STORED 247,819.20 (Column G on Continuation Page) 5 RETAINAGE: a. 5% of completed work (Columns D+E on Continuation Page) b. 10% of Material Stored (Column F on Continuation Page) Total Retainage (Line 5a + 5b or column I on Continuation Page) \$0.00 6 TOTAL COMPLETED AND STORED LESS RETAINAGE Certification \$247,819.20 Required Not Required (Line 4 Minus Line 5 Total) The construction Manager and Architect's signatures below are their assurance to Owner, concerning the LESS PREVIOUS PAYMENT APPLICATIONS payment herein applied for, that: 1. They have inspected the Work represented by this Application, 2. Such 237,819.20 (Line 6 from Prior Application) work has been completed to the extent indicated in this application, 3. this Application for Payment accurately states the amount of Work completed and payment due therefor, and 4. Construction Manager 8 PAYMENT DUE and Architect know of no reason why payment should not be made. \$10,000.00 9 BALANCE TO COMPLETION \$0.00 **Certified Amount** (Line 3 Minus Line 6) Date: (If the certified amount is different from the payment due, you should attach an explanation. Initial all SUMMARY OF CHANGE ORDER Additions Deductions figures that are changed to match the certified amount.)

GENERAL CONTRACTOR:

Documents or otherwise.

By:

\$0.00

ARCHITECT:

Total changes approved in previous

Total changes approved this month

TOTALS

NET CHANGES

\$5,000.00

\$5,000,00

\$5,000.00

months

made only to Contractor, and is without prejudice to any rights of Owner or Contractor under the Contract Page 1

Date:

Neither this Application nor payment applied for herein is assignable or negotiable. Payment shall be

KLOOS ELECTRIC LLC.

311 27th St. NW Watertown, SD 57201 klooselectric@outlook.com

Estimate: Jesse Craig

The Loft

Date:

11/15/2019

Wire new mixed use building, with underground parking, 1st floor retail, and 39 appartments.

1 1600A 120V-208V three pahse service 1 Elevator with 150A three phase service disconnect with shunt trip 1 1-400A three phase house meter 39 100A apartment panels for apartments 4 200A three phase tenant meters 1 Electrical State wiring certificate 1 Camera system with a 16 channel NVR, 6 bullet cameras, and 10 dome cameras. 1 Fire alarm system per ABC and wiring certificate. 1 Entry system with 5 door stations, locks and codes. Parking garage to include, 32 LED light fixtures, 2 gas funace hook ups, 1 OH door wiring.

Retail area to have 8 temp LED light fixtures, temp outlets, exterior LED wallpack.

Apartments will include LED lights, baseboard heat, wall AC unit, stove, microwave, washer, and dryer.

Total:

\$ 242,819.20

See additional pages of agreement for additional terms and conditions.

Customer Acknowledges that he/she has read this agreement and its entirety and understands the terms and conditions.

This is	your authorizations to complete the work as outlined above.	
	Acceptance signed by:	11-16-19
	Printed Name: Jesse Cur	1 / 6 - 1

When both parties sign this proposal, this instrument constitutes as a legal and binding contract between parties.



KLOOS ELECTRIC LLC.

311 27th St. NW Watertown, SD 57201 klooselectric@outlook.com

Estima	ite: Jesse	Craig	The Loft

Date: 11/15/2019

Wire new mixed use building, with underground parking, 1st floor retail, and 39 appartments.

1	1600A 120V-208V three pahse service
1	Elevator with 150A three phase service disconnect with shunt trip
1	1-400A three phase house meter
39	100A apartment panels for apartments
4	200A three phase tenant meters
1	Electrical State wiring certificate
1	Camera system with a 16 channel NVR, 6 bullet cameras, and 10 dome cameras.
1	Fire alarm system per ABC and wiring certificate.
1	Entry system with 5 door stations, locks and codes.
Parking	garage to include, 32 LED light fixtures, 2 gas funace hook ups, 1 OH door wiring.
	rea to have 8 temp LED light fixtures, temp outlets, exterior LED wallpack.
	ents will include LED lights, baseboard heat, wall AC unit, stove, microwave, washer, and dryer,

Total: \$ 242,819.20

See additional pages of agreement for additional terms and conditions.

Customer Acknowledges that he/she has read this agreement and its entirety and understands the terms and conditions.

This i	s your authorizations to complete the work a	as outlined above.	
	Acceptance signed by:	Date:	
	Printed Name:		

When both parties sign this proposal, this instrument constitutes as a legal and binding contract between parties.



KLOOS ELECTRIC

311 27th St. NW Watertown, SD 57201 klooselectric@outlook.com

Invoice: The Loft

Date:

8/24/2020

Elevator extra cost.

Original bid amount.		\$ 2,351.47
Actual:		
Material upsize.		\$ 3,707.70
Labor		\$ 2,100.00
	Total:	\$ 5,807.70
	Total extra cost:	\$ 3,456.23
	MU% Total:	\$ 4,147.48

Material upsize includes sizing up wire and conduit to elevator disconnect.

Case 25-30004 Doc 134 Filed 10/15/25 Entered 10/15/25 14:13:57 Desc Main Document Page 84 of 87

Kloos Electric LLC

311 27th St. NW Watertown, SD 57201-2416 US +16058815859 klooselectric@outlook.com



INVOICE

BILL TO

Dale Heilman Heilman Homes 507 11th St. SE Suite 2 Watertown, SD 57201 INVOICE DATE TERMS

DUE DATE

1447 05/14/2020 Net 15 05/29/2020

DATE	ACTIVITY	QTY	RATE	AMOUNT
	Materials The Loft estimate per estimate on 11/5/19			242,819.20
		PAYMENT		242,819.20
		BALANCE DUE		\$0.00 PAID

Case 25-30004 Doc 134 Filed 10/15/25 Entered 10/15/25 14:13:57 Desc Main

Document

Page 85 of 87

Kloos Electric LLC

311 27th St. NW Watertown, SD 57201-2416 US (605) 881-5859 klooselectric@outlook.com



INVOICE

Dale Heilman Heilman Homes 507 11th St. SE Suite 2 Watertown, SD 57201

1447

05/14/2020 Net 15

05/29/2020

DESCRIPTION

RATE

AMOUNT

242,819.20

Materials

60,469.87

BALANCE DUE

PAYMENT

\$182,349.33

FIRST DAKO'FA TITLE - WATERTOWN . GREAT WESTERN BANK . ESCROW ACCOUNT . 168 NORTH BROADWAY . WATERTOWN, SD 57201

21331

21331

DATE: 5/7/2020

FILE: SD19269171

CHECK AMOUNT: \$60,469.87

SETTLEMENT DATE:

BUYER: The Lofts, LLC

PROPERTY ADDRESS: 1 tbd, Watertown, SD 57201

PAYEE: Kloos Electric

5/7/2020: Disbursement to Kloos Electric

\$60,469.87

Case 25-30004 Doc 134 Filed 10/15/25 Entered 10/15/25 14:13:57 Desc Main Document Page 86 of 87

Kloos Electric LLC

	Type		Status	Delivery Method	D	ate Cu	stomer
Mon	ey received	All	l statuses		A	All	All
Date	Туре	No.	From / To	Me	emo	Amount	Status
12/31/20	Payment	37246	Dale Heilman: The Loft			\$10,000.00	Closed
9/14/20	Payment	36643	Dale Heilman: The Loft			\$25,000.00	Closed
8/6/20	Payment	25136	Dale Heilman: The Loft			\$60,000.00	Closed
7/28/20	Payment	36475	Dale Heilman: The Loft			\$20,000.00	Closed
7/9/20	Payment	23677	Dale Heilman: The Loft			\$30,000.00	Closed
5/7/20	Payment	21331	Dale Heilman:The Loft			\$60,469.87	Closed

1-6 of 6

Loft payments.

project total 242,819.20

Payments made total 210,939,74

Change orders 7121 .37

remainder. 39,001.2